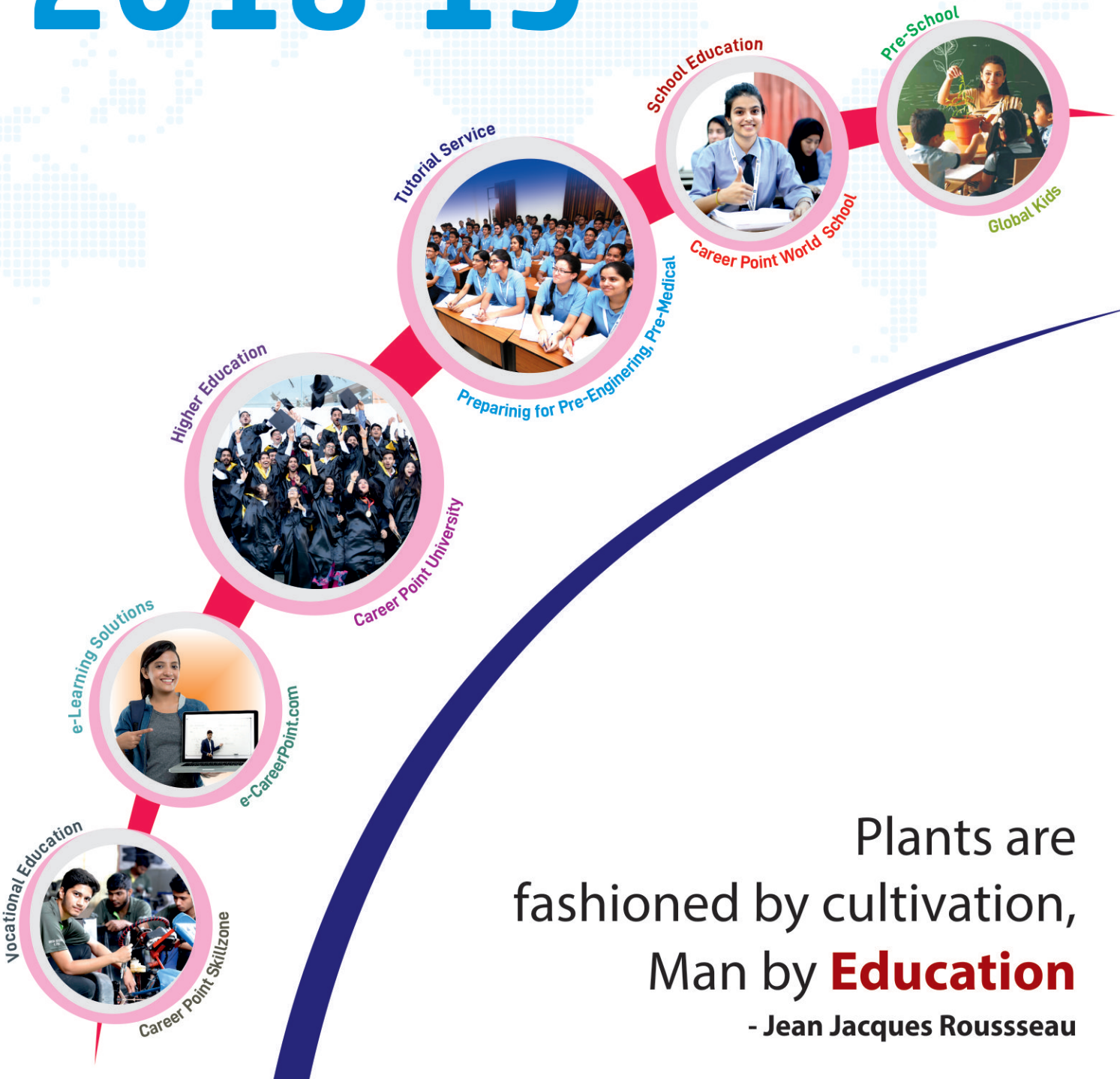
CAREER POINT

ANNUAL REPORT
2018-19



Plants are fashioned by cultivation, Man by **Education**

- Jean Jacques Roussseau

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Pramod Maheshwari
Chairman, Managing Director and CEO

Mr. Om Prakash Maheshwari
Executive Director and CFO

Mr. Nawal Kishore Maheshwari
Executive Director

Mr. Mahesh Gupta
Director

Mr. Pawan Kumar Lalpuria
Director

Mr. Ram Swaroop Chaudhary
Director

Mr. Vishal Jain
Director

Mrs. Neelima Maheshwari
Director

Mr. Jagdish Prasad Sarda
Director

Company Secretary
Mr. Tarun Kumar Jain

Statutory Auditors
M/s Lodha & Co.
Chartered Accountants

Internal Auditors
M/s Sanjay Khandelwal & Associates
Chartered Accountants

Secretarial Auditor
Mr. Sourabh Mishra
Practicing Company Secretary

Bankers
HDFC Bank Limited
ICICI Bank Limited
State Bank of India
Yes Bank Limited
Union Bank of India
Kotak Mahindra Bank

Registered & Corporate Office
CP Tower-1, Road No. 1, IPIA, Kota – 324 005,
Rajasthan, India

Corporate Identification Number (CIN)
L72200RJ2000PLC016272

Registrar and Share Transfer Agent
Link Intime India Private Limited
C-101, 247 Park,
LBS Marg, Vikhroli (West)
Mumbai – 400 083 India
Tel: +91 22 4918 6000
Fax: +91 22 4918 6060
Website: www.linkintime.co.in

Websites
www.cpil.in
www.cpuniverse.in
www.careerpoint.ac.in
www.ecareerpoint.com

Disclaimer

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

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

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Career Point at a Glance

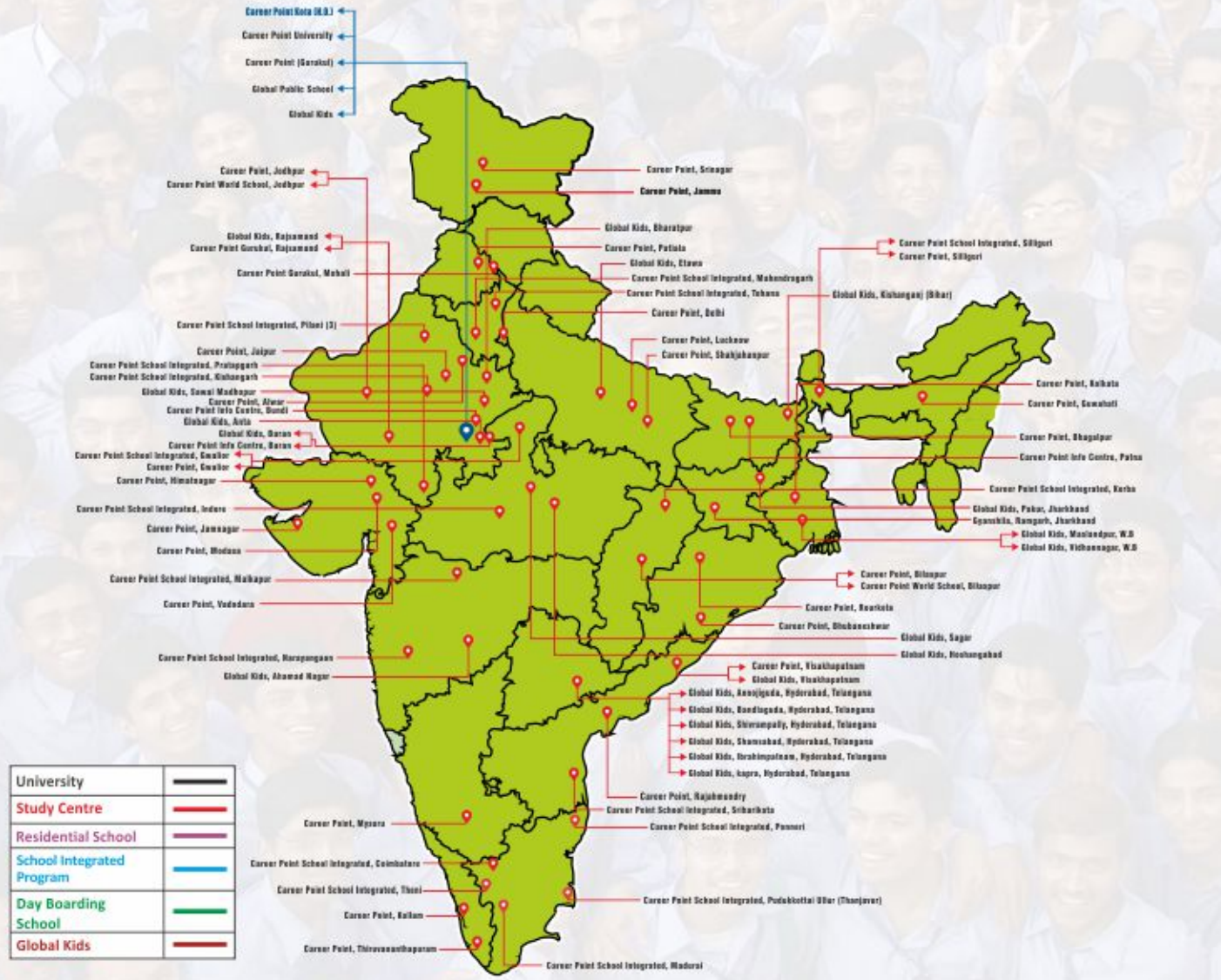
Career Point Limited is a leading Indian education company with diversified and integrated solutions across the education value chain. With a strong foundation of academic excellence since year 1993, Career Point caters to the needs of a student throughout the life cycle of a student (K.G. to PhD.).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

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

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

CAREER POINT UNIVERSE

University	Study Centre	School Integrated Program	Gurukul School	K-12 Schools	Global Kids
2	28	25	3	3	21



EDUCATING INDIA SINCE 1993...

CAREER POINT

Celebrating

27

Years of Academic Excellence

VISION:

Betterment of Society by empowering youth through the power of education.

MISSION:

To become a most ethical educational brand

CORPORATE PHILOSOPHY:

Pursue Excellence.....rest everything shall follow.

SERVICE OFFERING – KG to Ph.D

Informal Education (Test-Prep Division)

Tutorial Service
NEET, JEE, NTSE, Foundation

- CAREER POINT version 2.0
- SynchroSchool – School Integrated Coaching Programs
- CP PUBLICATION

eLearning Service
NEET, JEE, NTSE, Foundation

- eClassRoom – Recorded Video Lectures with Online & Offline Support
- CP LIVE – a unit of CAREER POINT LTD.
- Online Tests – Online Assessment & Feedback

Formal Education Division

School Education
KG to Grade-XII

- GLOBAL KIDS
- CAREER POINT WORLD SCHOOL
- CAREER POINT gurukul SCHOOL – CO-ED RESIDENTIAL SCHOOL, KOTA

University Education
Diploma, UG, PG, PhD

- CAREER POINT UNIVERSITY, KOTA
- CAREER POINT UNIVERSITY, HAMIRPUR
- C·P·I·S·D – Career Point Institute of Skill Development

Integrated Solution Provider across Education value chain throughout the Life Cycle of a Student.

NEW

Classroom Coaching Version 2.0

- It is Flexible, highly efficient and cost effective coaching system.
- Provides student choice to take coaching as per his / her requirements along with full support of complete coaching ecosystem.
- The revolutionary Coaching Version 2.0 is globally accepted tutoring system that ensures best quality education with flexibility & high efficiency.
- The new format also offers the Company a business model that is more growth oriented and margin accretive.

1 One / Two / All subject coaching (as per student needs)

2 More time to subject & topic which needs to be strengthen

3 Access to All Subjects Test Series and Doubt removal Counters

4 Best Faculty Team for all or individual subjects

5 Access to Video Lectures Library for all subjects

6 Increase Time for Self Study & Cost Effective

eClassroom Coaching Features

eClassroom course provides all the features of classroom coaching to students at their home. It covers best features of offline & online coaching to prepare students for various exams in an efficient and cost effective manner. Whether you are preparing at your own OR have joined any institute, eClassroom is the best personal tutor which is a must for your success.

CAREER POINT PLANCESS® WHERE PLAN MEETS SUCCESS

Recent Acquisition

In December 2018, Career Point executed acquisition transaction with Mumbai based Ed-tech company Plancess Edusolutions that developed advanced technology based e-Learning content including video solutions, assessment platform and study material for various entrance examinations.

1

RECORDED LECTURES OF EXPERT FACULTY

- Recorded video lectures of expert faculty in SD Card / Pen Drive
- Study at your own pace, place & time
- Study as many times as you need, as per your requirement
- Prioritise your study by selecting chapters and topics.

2

MISCELLANEOUS EXAMPLES

- Miscellaneous & Chapter Examples with Explanatory Video Solutions
- Master applications of concept of one or more chapters with the help of solved video solutions
- Improve your thinking ability and question solving skills

3

SMP & EXERCISE SHEETS
SAME AS CLASSROOM

- To the point scientifically designed relevant study material same as classroom coaching
- Topic wise theory notes to build up a solid foundation
- Covers various pattern of questions to master the question solving skills also enhances speed & scoring ability

4

DOUBT REMOVAL COUNTERS

- Free access to Doubt removal counters at CP Study Centres
- Online Support to Solve Doubts is also available

5

ONLINE TEST SERIES

- Online Test Series with detailed performance analysis report
- Topic wise, subject wise, revision and full syllabus tests to provide real time exam experience

6

ACADEMIC AND MOTIVATIONAL SEMINAR

- Free access to academic, motivational or performance improvement seminars at CP study centres
- Online Live Seminars are also accessible

I am a CPian because...

Because of its teachers and well organized test series, modules, DPPS and remarkable results.

- Bhaskar, Hanumangarh (Raj)
Nurture Course - NEET

CP not only recognizes the potential of an individual student but also enhances their skills progressing towards the best version of themselves.

- **Mallika Raj, Meerut (UP)**
Fresher Course - JEE Main

New projects & assignments sharpened my knowledge & skills. I got job in Wipro through campus placement at Career Point University.

Karan Sharma working with **Wipro**

Its been a privileged to be part of Career Point University as a Scholar. Regular classes, labs & training sessions helped me to be a job ready. I got many bright career options. Thanks to CPU Team.

Kirti Kakkar working with **TCS**

I participated in many activities and lead the hospitality team for various national & International seminars & workshops. Training & Placement Cell developed me in such a way that I had been able to crack Infosys interview in first attempt.

Akash Goyal Working with **Infosys**

I came to know that here the subject is taught using practical & relatable examples making concept a lot easier for students.

- **Poornima Pandey (UP) Enthuse**
Course - NEET

Being an active participant in workshops and seminars made me go through latest ongoing technologies and thus I was able to reach at this platform

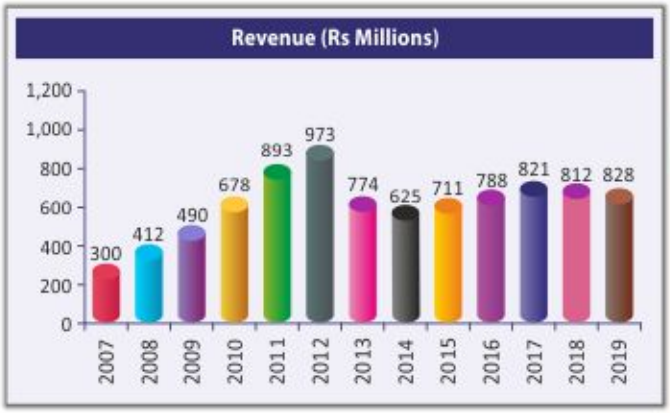
Ashish Malik working with **HCL**

It has the best faculty team of India for Pre-Medical along with good academic system. Moreover I got study support scholarship which helped me a lot.

- **Shaista Chandni, Delhi**
Target Course - NEET

Financial Overview

Standalone Financials



Consolidated Financials

Welcome to a distinctive way of getting education

CHAIRMAN'S LETTER

Indian education sector is at an inflection point. Similar to other sectors, educational products also have their product life cycle. A change in the stage of product life cycle is creating fresh opportunities.

Being pioneer in industry innovations, Career Point took the responsibility to transform the 25 years old format of Test-Prep education delivery. The new format of Test-prep delivery is more relevant to latest examination trends, present needs of the students & offers higher efficiency at all fronts.

We have always been at the forefront of providing quality education. The new format, Career Point Version 2.0, reinforces our commitment to creating the exemplary learning techniques for every student. Apart from regular business activities under Career Point Version 2.0, the company has offered two key initiatives, a) Classroom Coaching Version 2.0, b) eClassroom Coaching.

Classroom Coaching Version 2.0 creates a positive impact on the society by providing an efficient and quality education at affordable pricing and also presents opportunity to the company to grow enrollments. Whilst, eClassroom is EdTech initiative of the Company that securely provides digital content like Video Lectures, ebooks, TestSeries etc to students on USB drive, SD Card and online streaming using technological solutions.

Classroom Coaching Version 2.0, a globally accepted tutoring system, empowers students with best quality education at advanced flexibility and efficiency. eClassroom enables personalized learning experiences to students across the regions while leveraging immersive technology with Career Point's legacy of delivering quality education. In the year 2018-19, Career Point's ed-tech portfolio has also been strengthened post our acquisition of Plancess Edusolutions.

Career Point team is excited about the positive impacts of these revolutionary initiatives on various fronts including customer satisfaction, cost optimization, potential to scale the business etc. With our current product portfolio and exclusive advantages, I am equally energized to tap the large e-Learning opportunity.

Coming to other expansion tools for Tutorial business; as stated earlier, we continue our focus on more efficient delivery channels i.e. Franchisee centers & School integrated programs. Career Point Franchisee Network is now reached at 23 different locations and School Association Units are reached up to 20 renowned school groups across the country.

In addition to reforms in test-prep division by Version 2.0; Career Point's growth is continually fuelled by Formal education division that is highly sustainable and annuity driven. Growth in enrollment at higher education institutions is coming by way of higher capacity utilization in existing courses as well as addition of new courses.

A remarkable growth of 18% (y-o-y) in higher education enrollments during FY2018-19 is a result of increased admissions at both the Universities including Career Point University, Kota and Career Point University, Hamirpur. Admissions in skill development grew by 87% to 4,314 in the same period. By the academic session 2018-19, Career Point University has recorded the placements of more than 1700 students in 230+ top MNCs across multiple sectors.

Unique from the normal boarding schools, Career Point Gurukuls at Kota and Mohali are known for their students' overall career progression. Here the focus is not just limited to science or commerce, but it is aimed towards complete career planning. In last 3 years, 386 students from Gurukul campus have made it to world's top universities.

FINANCIAL UPDATE

In the fiscal 2018-19, the income from operations crossed rupees 100 crores mark at console level. The company reported a y-o-y growth of 12.2% in income from operations. Total Income, including other income, was reported at rupees 107.1 crores. EBITDA of rupees 36.1 crores on consol basis with y-o-y growth of 18% resulted an EBITDA Margin of 35.9% against 34.1% in FY2017-18. The net income for the year was rupees 24.1 crores with the PAT margin of 22.5% at Consol level. EPS (Earning per share) for period was rupees 13.29 with y-o-y growth of 8.8%. As on March 31, 2019, the net worth of the company was rupees 428 crores.

OUTLOOK

Career Point's legacy of educational brand with expertise in creating the exemplary learning techniques is enabling the company for next growth trajectory. Management is quite optimistic with positive impacts on potential to scale and profitability through newly launched initiatives. Larger growth in higher education ascertains sustainability to the businesses. Profitability of the formal education division is further fuelled by school education and vocational education.

I believe that the company's business mix of higher education, schools, test-prep, e-learning, skill development, pre-schools and publications is well positioned for rising prospects going forward.

Thank you all for your support and trust in the brand 'Career Point'

With best wishes

Pramod Maheshwari

Pramod Maheshwari

Management Discussion & Analysis

Global economy grew at 3.6% in calendar year 2018. Emerging and developing markets of Asia expanded at 6.4% during this tenure. However, it's important to note that Indian economy progressed at 7.1% and the growth projections are continued to be in the similar range which is one of the highest in large economies of the world.

In the growth story of Indian economy, education sector has been playing a very important role. Directly or indirectly the education sector has linkages with other major sectors i.e. Information Technology, BFSI, Agriculture etc. and growth schemes i.e. Skill India, Start-up India, Digital India etc.

Indian Education sector is estimated to be approximately USD 100 billion and offers great opportunity to grow due to world's largest young population in India. The country has already become the second largest market for e-learning after the US.

Career Point Limited (NSE: CAREERP, BSE: 533260) is an established and leading player in the Indian education sector with strong brand equity of providing quality education since 1993. The company has diversified products and integrated services in both regulated and non-regulated education segments:

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

   Website: www.careerpoint.ac.in

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

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

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

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

Type of Center	Locations
Branch Centers (4)	Kota, Jaipur, Alwar, Jodhpur (Rajasthan)
Franchisee Centers (23)	Bhagalpur (Bihar), Bilaspur (MP), Bhubneshwar (Orisa), Guwahati (Assam), Gwalior (MP), Himmatnagar (Gujarat), Jammu (J&K), Jamnagar (Gujarat), Kolkata (WB), Kollam (Kerala), Lucknow (UP), Mysore (Karnataka), Modasa (Gujarat), New Delhi (Delhi), Patiala (Punjab), Raurkela (Orisa), Rajahmundry (AP), Srinagar (J&K), Shahjahanpur (UP), Siliguri (WB), Trivendrum (Kerla), Vadodara (Gujarat) Vizag (AP)
School Associations (20)	Coimbatore – 2 (TN), Pilani - 3 (Raj.), Gwalior (MP), Indore (MP), Kishangarh (Raj.), Korba (CG), Madurai (TN), Mahendragarh (Haryana), Malkapur (MH), Pattukotai (TN), Perambalur (TN), Ponnerai (TN), Pratapgarh (Raj.) , Siligudi (W.B.), Tenni (TN), Sriharikota (AP), Narayangao (MH)

2. **e-Learning**

Career Point has initiated innovative products to drive the next generation of education delivering process. With a goal to provide individual flexible personalized learning solutions which help them to learn efficiently and provide them extra edge in highly competitive scenario, Career Point is delivering quality education to students at affordable cost through following technology platforms:

- **eClassroom Course (http://careerpoint.ac.in/e-classroom):** Video lectures on USB drives/ Memory Cards/Online with offline & online support for doubt session etc.
- CPLive (www.youtube.com/user/careerpointlabs): Free Live classes on Youtube with paid premium services - Recorded Lectures, Study Material Package, Doubt Session etc.
- Online Assessments (www.ots.careerpoint.ac.in): 24*7access to online test series based on latest examination pattern with detailed solution of the test and section wise analysis. It also offers all India ranking, comparison with toppers and time management report etc.

3. **School Education:**

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

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

The schools, both residential as well as day-boarding, where Career Point currently provides its services include:

Knowledge Capsule

EQUIP: Education Quality Upgradation and Inclusion Programme launched by HRD (Human Resource Development) Ministry of India. EQUIP reflects several of the points highlighted in the Draft National Education Policy released in May 2019 including fee rationalization, direct benefit transfer, donations to education etc.

- Career Point Gurukul, Kota - Residential school (www.cpgurukul.com)
- Career Point Gurukul, Mohali (Punjab) - Residential school (www.cpmohali.in)
- Career Point Gurukul, Rajsamand (Rajasthan) - Residential school (www.cprajsamand.in)
- Career Point World School, Jodhpur (Rajasthan) - Day School (www.cpwsjodhpur.com)
- Career Point World School, Bilaspur (Chattisgarh) - Both, Day School and Hostel (www.cpwsbilaspur.com)
- Global Public School, Kota (Rajasthan) - Day School (www.globalpublicschool.com)

4. University Education:

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

- Academic Pedagogy : http://bit.do/cpuintro
- Career Point University, Kota (Rajasthan) - www.cpur.in
- Career Point University, Hamirpur (Himachal Pradesh) - www.cpuh.in

Courses offered by Career Point Universities	
Engineering & Technology	Polytechnic, B.Tech, M.Tech & Ph.D
Computer Applications	BCA, MCA, PGDCA
Management & Commerce	BBA, MBA, B.Com, M.Com
Basic & Applied Sciences	B.Sc and M.Sc
Pharmacy	D. Pharma, B.Pharma
Law and Governance	LLB, BA-LLB, BBA-LLB
Hotel Management	BHMCT, DIFP/DIFBS
Vocational Studies	B.Voc, Polytechnic Diploma etc.
Post PG	M.Phil, Ph.D

5. Skill Development – Career Point Skill Division:

Website: www.cpisd.in

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

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

2. Early Childhood Education – Global Kids

Website: www.globalkidsworld.in

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

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

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

By end of academic session 2018-19, the Company had 15 Global Kids centers at following locations:

- Ahmednagar (Maharashtra)
- Annoji Guda (Andhra Pradesh)
- Anta (Rajasthan)
- Baran (Rajasthan)
- Bharatpur (Rajasthan)
- New Delhi (Delhi)
- Etawah (Uttar Pradesh)
- Hoshangabad (Madhya Pradesh)
- Kishanganj (Bihar)
- Kota (Rajasthan)
- Rajsamand (Rajasthan)
- Sagar (Madhyapradesh)
- Sawai Madhopur (Rajasthan)
- Siliguri (West Bengal)
- Visakhapatnam (Andhra Pradesh)

FINANCIALS

In financial year 2018-19, the company reported an income from operations of rupees 68.7 crores at standalone level. The total income, which is including the other income on standalone basis, has stood at rupees 82.8 crores and a y-o-y increase of 2.0%. At consol level, there has been a positive impact of subsidiary businesses including NBFC, e-Learning and Skill development. The revenue from operations for the period at rupees 100.5 crores witnessed a growth of 12.2% over previous financial year. Total income on consolidate basis came at rupees 107.1 crores with a y-o-y growth of 6.8%.

At consol level, the company has realized rupees 36.1 crores of EBITDA in year 2018-19 with a year on year growth of 18% and margin of 35.9% against 34.1% in FY2017-18. The measures to optimize the costs are implemented and their positive outcomes are likely to be seen in coming quarters. The net income at consol level was reported at rupees 24.1 crores with 8.8% y-o-y increment. The company reported PAT margin of 22.5% and EPS of rupees 13.29 for FY2018-19.

As on 31 March 2019, the net worth of the company was rupees 428 crores and cash & cash equivalents were rupees 18 crores. The

Knowledge Capsule

GIAN: Global Initiative of Academic Networks (GIAN) in Higher Education is a program by Ministry of Human Resource and Development to aim tapping the talent pool of scientists and entrepreneurs to engage with the institutes of higher education in India, mainly through increasing the footfalls of reputed international faculties.

company holds rupees 141 crores as net current assets including current loans, long-term investments and excluding all borrowings.

Key Ratios (Consolidated Financials)		
	FY2017-18	FY2018-19
Revenue Growth (%)	7.0%	12.2%
EBIT Margin	36.5%	35.6%
Net Profit Margin	22.1%	22.5%
Debtors Turnover (times)	2.1	2.1
Inventory Turnover (times)	2.2	34.1
Current Ratio (times)	8.4	9.5
Debt Equity Ratio (times)	0.2	0.2
Return on Net Worth (%)	5.7%	5.8%

Revenue from operations grew mainly on the account of increased schools association income and income from Srajan Capital (NBFC subsidiary). EBIT (Earnings Before Interest and Taxes) grew by 4% y-o-y. A minor decline of 93 basis points in EBIT margin is mainly attributed to increased personnel expenses (salary and wages). Net profit margin was increased by 31 basis points. Debtors turnover ratio remains flat. Inventory turnover ratio has come back to its normal level as the investments inventory in NBFC subsidiary has been cleared off. Current ratio at 9x is healthy and improved further. Debt Equity ratio of 0.2 is also reasonably superior. Return on Net Worth has improved against previous financial year; however it still has large potential to grow. The Company management expects Return on Net Worth to grow in coming years on accounts of various measures being in place.

Human Resources

Career Point has demonstrated its excellence to thousands of satisfied students and their parents. All this would not be possible without the committed and passionate people of Career Point—both academic and non-academic staff, who strive to build this a great organization each and every day. They remain committed to company's ideals of building on a strong foundation, creating a bright future and delivering great value. The company continues to strengthen the management team and add additional talent and expertise. By 31st March 2019, the Company had total number of employees of 543.

Corporate Social Responsibility

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

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

Risks and Concerns

With having the business operations in different industry segments, Career Point is exposed to variety of external and internal risks. Though the company has a robust mechanism for risk management in place, however, complete risk avoidance on all the financial, operational and strategic objectives cannot be promised. Boards of directors and management of the company regularly review and aim to mitigate various risks related to regulatory, competition, geography, human resource, technology, legal, political etc. The company recognizes following key risks to its business operations which may adversely affect the financial performance of the Company:

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

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

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

LTCR – Long Term Classroom, STCR – Short Term Classroom

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

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

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

Internal Controls & Systems

The Company has proper and adequate internal control systems, which ensure that all assets are safeguarded against loss from unauthorized use and all transactions are authorized, recorded and reported correctly. The Management continuously reviews the internal control systems and procedures to ensure orderly and efficient conduct of business. Internal audits are regularly conducted, using external and internal resources to monitor the effectiveness of internal controls. The Company deploys a robust system of internal control that facilitates the accurate and timely compilation of financial statements and Management reports; ensures regulatory and statutory compliance; and safeguards investors' interests by ensuring the highest level of governance and periodical communication with investors.

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

Outlook

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

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

Cautionary Statement

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

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

Union Budget 2019-20 – Highlights on Education Sector

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

- ₹ 94,853.64 crores allocated for the Education sector
- Of the total, ₹ 56,536.63 crores pegged for the school sector and rest ₹ 38,317.01 crores allocated to the higher education
- ₹ 38,547 crores budget for National Education Mission (covers Samagra Shiksha Abhiyan)
- Of the school sector; ₹ 36,322 crores allotted to Samagra Shikha Abhiyan, a new scheme that amalgamates several school schemes including the Sarva Shiksha Abhiyan
- Of the higher education division; ₹ 6,843 crores allotted to Central Universities, ₹ 6,410 crores to IITs and ₹ 445.5 crores to IIMs.
- ₹ 11,000 crores for Mid Day Meal Scheme
- ₹ 2,363 crores allocated for Education empowerment
- ₹ 2,100 crores budgeted for Higher Education Financing Agency
- ₹ 1,900 crores towards interest subsidy and contribution for guarantee fund
- ₹ 950 crores for Technical Education quality improvement program
- ₹ 125 Crores allocation for the teachers training and adult education
- ₹ 50 Crores contribution to PM fellowship scheme fund
- ₹ 40 Crores budgeted for Agriculture Universities
- Announced transformation of higher education in India through different schemes and emphasizing on a continued focus on online courses
- National Education Policy to transform higher education in India and proposed an allocation of ₹ 400 crores for world-class higher education institutions in FY2019-20
- A draft legislation for setting up Higher Education Commission of India (HECI) to be presented in the year ahead
- Formation of the National Research Foundation (NRF) for emphasis on research and innovation. Funds of all ministries will be merged for the foundation of the NRF.
- Increased efforts to improve the skills of youth in fields of Artificial Intelligence (AI), Big Data, Robotics & other newer skills
- Emphasis on upgrading the quality of teaching in the country and initiated 'GIAN' with an aim to bring a global pool of scientists and researchers to India
- Aims to make India a hub of higher education and proposed 'Study in India' to bring in foreign students to pursue education in the country
- Exemption from Service Tax granted to specified programmes provided during the period 1st July 2003 to 31st March 2016 by the Indian Institutes of Management (IIMs) to their students including two-year full time post graduate programmes, fellow programme, five-year integrated programme, except Executive Development Programmes. Refund shall be available for Service tax collected during the above-mentioned period.

Rajasthan State Budget 2019-20 – Highlights on Education Sector

- ₹ 19,563 crores of education budget
- ₹ 1,581 crores for new and renovation of 14,000+ classes and laboratories
- ₹ 1,418 crores allocated for mid-day meal scheme
- ₹ 327 crores for university education
- ₹ 10 crores allocated for Career Counseling Centers of competitive exams
- ₹ 10 crores scheme for smart classes in Madarsas
- ₹ 5 crores for coaching on sports from experts
- ₹ 1000 crores loans under Chief Minister Youth Employment Scheme
- 21,600 new appointments in education department in next one year
- 50 new primary schools and up gradation of 60 primary, 100 middle and 500 secondary schools

Management Team

Name	Designation	Experience (Years)	Educational Qualification	Experience
Pramod Maheshwari	CMD & CEO	27	B. Tech (IIT Delhi)	First generation entrepreneur and visionary with a holistic experience in overall management, quality teaching & strategic guidance
Om Prakash Maheshwari	Executive Director & CFO	29	B.E.	Expertise in project implementations, infrastructural and legal matters
Nawal Kishore Maheshwari	Executive Director	23	B.Com	Varied experience in field of administration and liaising with important stakeholders
Shailendra Maheshwari	Senior VP-Academics	25	B.E.	Implementation of effective academic system, teaching and content development activities
Mahesh Bhangriya	VP - Corporate Strategy	17	MBA – Finance	Expertise in Corporate Finance, M&A and Investor Relations with past experience in Equity Research at HSBC and Business Consulting
Dr. Gurudatt Kakkar	GM Higher Education	21	PhD, MSW	Proficient in Academic administration, Regulatory compliances & HR with past experience at Maharshi Arvind Institute of Technology
Uday Shankar Kejriwal	GM – Infra	39	B.Com	Specialist in infrastructure and related matters including liaising, purchase etc.
Tarun Kumar Jain	GM – Legal & Corporate Affairs & Company Secretary	19	CS, LLB	Seasoned professional with expertise in legal and company secretarial affairs; Past exp. at TNT Speedage Express Cargo Services
Ankesh Jain	GM – Marketing	17	MBA	Marketing specialist with experience in Media planning, advertising and brand promotion
Manish Sharma	GM-Business Development	17	Diploma in Software Engg.	Expert in business development with past experience at Brilliant tutorials, Aakash Edu.
Manish Gupta	Head Administration	25	B.Sc.	Expertise in administration, people management
Deependra Roy	Head Preschool Div	22	MBA, B.Com	Proficient in Pre-Primary education segment
Sanjay Gupta	Regional Head	20	B.E. (MNIT)	Branch management at Master Mind Classes

Directors' Profile

MR. PRAMOD MAHESHWARI
Chairman, Managing Director and CEO

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

MR. OM PRAKASH MAHESHWARI
Executive Director and CFO

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

MR. NAWAL KISHORE MAHESHWARI
Executive Director

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

MR. PAWAN KUMAR LALPURIA
Independent and Non Executive Director

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

MR. RAM SWAROOP CHAUDHARY
Independent and Non Executive Director

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

MR. VISHAL JAIN
Independent and Non Executive Director

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

MR. MAHESH GUPTA
Independent and Non Executive Director

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

Mrs. NEELIMA MAHESHWARI
Non Independent and Non Executive Director

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

MR. JAGDISH PRASAD SARDA
Independent and Non Executive Director

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

DIRECTORS'S REPORT

Dear Career Point Shareowners,

The Board of Directors ("Board") of Career Point Limited ("Company") with immense pleasure present their nineteenth report on the business and operations of your Company for the financial year 2018-19. This Report is being presented along with the audited financial statements for the year.

1. Financial Highlights

The highlights of your Company`s financial results for the financial year 2018-19 on standalone basis are as follows: (₹ in Lakhs)

Particulars	31-Mar-19	31-Mar-18
Income from Operations	6872.20	7108.89
Expenditure	6484.40	5957.81
Profit from Operations before Other Income, Interest and Exceptional Items	387.80	1151.08
Other Income	1411.89	1009.04
Profit before Interest and Exceptional Items	1799.69	2160.12
Interest Expense	547.08	303.41
Profit after Interest Expense but before Extraordinary items	1252.61	1856.71
Extraordinary Items	0	0
Profit from Ordinary Activities before tax	1252.61	1856.71
Total Provision for taxes	237.36	558
Profit from Ordinary Activities after tax	1015.25	1298.71

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

2. Financial Performance and Key Business Developments

Performance of the Company and particulars of some of the key business developments which took place during the financial year 2018-2019 have been detailed out in the Management Discussion and Analysis Report which forms part of Directors' Report.

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

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

4. Public Deposits

During the year, your Company has neither invited not accepted any deposits from the public within the meaning of section 2(32) and 74 of the Companies Act, 2013 and as such, no amount of principal or interest on deposit was outstanding as of the balance sheet date.

5. Credit Rating

Your Company enjoys credit rating of 'BWR A' Stable (Single A; Outlook: Stable) for its Long Term Bank Facilities.

6. Subsidiary Companies

As on March 31, 2019, your Company has Eight Subsidiaries (including two step down Subsidiary Companies) and One Associate & One Joint Venture Companies as under:

(1) Six Subsidiary Companies i.e. Career Point Infra Limited, Career Point Edutech Limited, Gyan Eduventure Private Limited, Career Point Accessories Private Limited, Srajan Capital Limited, Career Point Institute of Skill Development Private Limited

(2) Two Step down Subsidiary Company i.e. Coupler Enterprises Private Limited and Srajan Agritech Private Limited (Subsidiary of Career Point Infra Limited).

(3) One Associate & One Joint Venture Companies Imperial Infin Private Limited and Study Board Education Private Limited A separate statement in Form AOC -1 containing the salient features of Financial Statements of all subsidiaries & associates of your Company forms part of Consolidated Financial Statements in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013.

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

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

7. Financial Position and Performance of Subsidiaries, Joint Ventures and Associates

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

8. Disclosure of Accounting Treatment:

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

9. Corporate Governance

The spirit of good Corporate Governance remains integral to the Company's corporate philosophy. Your Company has complied with all the requirements relating to Corporate Governance as stipulated in SEBI (Listing obligation and disclosure requirements), 2015. In compliance with the SEBI (Listing obligation and disclosure requirements), 2015, a separate report of the Directors on Corporate Governance is given as a separate section titled 'Report on Corporate Governance', which forms part of the Annual Report. A report on Corporate Governance is enclosed forms part of this Annual Report.

10. Management Discussion and Analysis Report

Management Discussion and Analysis Report on the business outlook and performance review for the year ended March 31, 2019, as stipulated in Regulation 34 read with Schedule V of the Listing Regulations, is available as a separate section which forms part of the Annual Report.

11. Directors' Responsibility Statement

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

a) in the preparation of the annual accounts, the applicable accounting standards have been followed and proper explanations provided relating to material departures, if any;

b) Such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual accounts have been prepared on a going concern basis;

e) Requisite internal financial controls were laid down and that financial control are adequate and are operating effectively;

f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

12. Internal Control System and their adequacy

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

13. Risk Management

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

14. Details of Board Meetings

The Board of Directors met 4 times in the year 2018-2019. The details of the board meetings and the attendance of the Directors are provided in the Corporate Governance Report.

15. Directors

In accordance with the provision of Section 152, Mr. Om Prakash Maheshwari [DIN -00185677] and Mr. Nawal Kishore Maheshwari [DIN-00185762], Directors, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The Board recommends their re-appointment. Mr. Pritam Kumar Goswami, Independent Director has resigned from Directorship of theCompany w.e.f.1st April 2018.

16. Declaration by Independent Directors

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

17. Key Managerial Personnel

During the year under review, there was no change in the Key Managerial Personnel ('KMP') of the Company. As at March 31, 2019, the following are the KMP of the Company: Mr. Pramod Maheshwari, Chairman and Managing Director & CEO; Mr. Om Prakash Maheshwari, Executive Director & CFO; Mr. Tarun Kumar Jain GM (Corporate & Legal Affairs) & Company Secretary

18. Auditors:

(a) Statutory Auditors:

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

(b) Secretarial Auditors:

Mr. Sourabh Mishra, Practicing Company Secretary carried out the Secretarial Audit during the year. The Board of Directors have appointed Mr. Sourabh Mishra, Secretarial Auditor for 2018-19. The Secretarial Audit report is annexed herewith as Annexure 3 to the Report.

(c) Internal Auditors:

Pursuant to section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, and based on the recommendation of the Audit Committee, the Board has appointed M/s Sanjay Khandelwal & Associate as the Internal Auditors of the Company. Further, based on the recommendation of the Audit Committee, the Board has extended the existing term of M/s Sanjay Khandelwal & Associate as the Internal Auditors of the Company for the Financial Year 2018-19 on May 20, 2019. The Internal Auditors present their audit report before the Audit Committee on a

quarterly basis.

(d) Cost Auditors

The Company is not required to conduct Cost Audit during the Financial Year 2018-2019. Therefore Company has not appointed any Cost Auditor

19. Separate Meetings of Independent Director

In terms of requirements of Schedule IV of the Companies Act, 2013, the Independent Directors of the Company met separately on 29 March 2019, without the attendance of Non-Independent Directors, or any other official of the Company or members of its management, to review the performance of Non-Independent Directors (including the Chairman), the entire Board and the quality, quantity and timeliness of the flow of information between the Management and the Board. The Company received the Annual disclosure(s) from all the Directors disclosing their Directorship and Interest in other Companies in specified formats prescribed in Companies Act, 2013 and the Board took note of the same in its Board Meeting.

20. Particulars of Loans, Guarantees or Investment

Details of loans, guarantees and investments under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on 31st March, 2019, are set out in NOTE 8, 38 and 54 to the Standalone Financial Statements forming part of this report.

21. Particulars of Contract or arrangement with Related Parties

All related party transactions (RPTs), which were entered into during the financial year were on an arm's length basis and did not attract provisions of section 188 of the Companies Act, 2013. There were material transactions entered with related parties, during the year under review, which have been disclosed in Form AOC-2 in that regard. During the year 2018-2019, as required under section 177 of the Companies Act, 2013 and regulation 23 of the SEBI Listing Regulations, 2015, all RPTs were reviewed and approved by the Audit Committee. Prior omnibus approvals are granted by the Audit Committee for related party transactions which are of repetitive nature, entered in the ordinary course of business and are on arm's length basis in accordance with the provisions of Companies Act, 2013 read with the Rules issued there under & the Listing Regulations. A statement showing the disclosure of transactions with related parties as required under IND As is set out separately in this Annual Report. The Policy on RPTs as approved by the Board is uploaded on them Company's website www.cpil.in

22. Particulars of Employees

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

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

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

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

24. Composition of Audit Committee

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

25. Vigil Mechanism

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

26. Performance Evaluation

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

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

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

28. Policies of the Company

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

1. Code of Conduct and Ethics
2. Whistle Blower Policy
3. Related Party Transaction Policy
4. Corporate Social Responsibility
5. Familiarisation Programme.

6. Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by insiders
7. Remuneration Policy.

29. Human Resource and Employee's Stock Option Scheme

Your Company has been able to create and continuously improve a favorable work environment that encourages innovation and meritocracy at all levels. Employees' relations remained cordial at all the Company's locations. The Directors take this opportunity to record their appreciation for the outstanding contribution. Your Company has implemented a CPL Employees Stock Option Plan 2013 (ESOP 2013) in accordance with Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (SEBI Guidelines) for grant of stock options to its eligible employees of the Company. The Nomination and Remuneration Committee of the Board administers and monitors the Scheme.

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

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

31. Extract of Annual Return

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

32. Corporate Social Responsibility

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

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

The Company has in place a Sexual Harassment Policy in line with the requirement of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redresses) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under the policy. The following is a summary of sexual harassment complaints received and disposed off during the year 2018-2019:

No. of complaints received: Nil

No. of complaints disposed off: N. A.

34. Business Responsibility Reporting

The Business Responsibility Reporting as required by Regulation 34(2)(f) of SEBI (Listing obligation and disclosure requirements), Regulations 2015 is not applicable to your Company for the Financial Year ending March 31, 2019

35. Green Initiative

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

36. Additional Information to Shareholders

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

37. Secretarial Standards:

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

38. Changes in the Nature of Business, If Any

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

39. PARTICULARS OF REMUNERATION

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

40. Transfer to Reserves

The Company proposes to keep the entire amount of Rs. 1015.25 lakhs in the Retained Earnings.

41. INDUSTRIAL RELATIONS

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

42. Acknowledgments and Appreciation

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

For and on behalf of the Board of Directors

Pramod Maheshwari
DIN: 00185711
Chairman, Managing Director and CEO

Place: Kota
Date: 20 May 2019

FORM NO. MGT - 9

Annexure-1

Extract of Annual Return as on Financial Year ended on 31st March, 2019
[Pursuant to section 92(3) of the Companies Act, 2013 & Rule 12(1)
of the Companies (Management and Administration) Rule, 2014]

I. REGISTRATION AND OTHER DETAILS:

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

S.No.	Name & Description of main products / services	NIC Code of the Product/ service*	% to total turnover of the company
1	Education & Other Related Activities	85491	94.96%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Career Point Infra Limited B-28,10-B Scheme, Gopalpura Byepass, Jaipur, Rajasthan 302018	U45201RJ2007PLC025439	Subsidiary Company	100%	Section 2(87)
2	Career Point Edutech Limited B-28,10-B Scheme, Gopalpura Byepass, Jaipur, Rajasthan 302018	U80302RJ2006PLC023306	Subsidiary Company	100%	Section 2(87)
3	Gyan Eduventures Private Limited B-28,10-B Scheme, Gopalpura Byepass, Jaipur, Rajasthan 302018	U80302RJ2012PTC037928	Subsidiary Company	100%	Section 2(87)
4	Srajan Capital limited 112-B , Shakti Nagar, Kota324009	U65910RJ2013PLC044519	Subsidiary Company	100%	Section 2(87)
5	Career Point Institute of skill Development Private Limited, 112-B, Shakti Nagar, Kota Rajasthan 324005	U80302RJ2015PTC048296	Subsidiary Company	100%	Section 2(87)
6	Career Point Accessories Private Limited, B-28,10-B Scheme, Gopalpura Bypass, Jaipur, Rajasthan 302018	U21098RJ2013PTC041510	Subsidiary Company	60%	Section 2(87)
7	Srajan Agritech Private Limited, 112-B Shakti Nagar, Kota Rajasthan 324009	U01122RJ2013PTC044626	Step Down Subsidiary Company	100%	Section 2(87)
8	Coupler Enterprises Private Limited e-8(II) CP TOWER, INDRAPRASTHA INDUSTRIAL AREA, ROAD, NO.1, Kota, Rajasthan	U31900RJ2012PTC037933	Step Down Subsidiary Company	100%	Section 2(87)
9	StudyBoard Education Private Limited E-8(II), Road No.1, IPIA, Kota Rajasthan 324005	U80302RJ2015PTC047884	Joint Venture	50%	
10	Imperial Infin Private Limited 112-B, Shakti Nagar,Kota, Rajasthan 324009	U67120RJ1994PTC008872	Associate Company	42.74%	Section 2(6)

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

(i) A Category-wise Share Holding

SN	Category of Shareholders	No. of Shares held at the beginning of the year 2018				No. of Shares held at the end of the year 2019				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	**Shareholding of Promoter & Promoter Group**									
[1]	**Indian**									
(a)	Individuals / Hindu Undivided Family	11138879	0	11138879	61.33	11421254	0	11421254	62.88	1.55
(b)	Central Government / State Government(s)	0	0	0	0	0	0	0	0.00	0.00
(c)	Financial Institutions / Banks	0	0	0	0	0	0	0	0.00	0.00
(d)	Any Other (Specify)									
	Sub Total (A)(1)	**11138879**	**0**	**11138879**	**61.33**	**11421254**	**0**	**11421254**	**62.88**	**1.55**
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0.00	0.00
(b)	Government	0	0	0	0	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0	0	0	0	0.00	0.00
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Sub Total (A)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0.00**	**0.00**
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	**11138879**	**0**	**11138879**	**61.33**	**11421254**	**0**	**11421254**	**62.88**	**1.55**
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	339081	0	339081	1.87	339081	0	339081	1.87	0.00
(b)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Foreign Portfolio Investor	10661	0	10661	0.06	661	0	661	0.00	-0.06
(f)	Financial Institutions / Banks	72156	0	72156	0.40	2000	0	2000	0.01	-0.39
(g)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Provident Funds/ Pension Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Any Other (Specify)									
	Sub Total (B)(1)	**421898**	**0**	**421898**	**2.32**	**341742**	**0**	**341742**	**1.88**	**-0.44**
[2]	**Central Government/ State Government(s)/ President of India**									
	Sub Total (B)(2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
[3]	**Non-Institutions**									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	2951528	1	2951529	16.25	2742932	1	2742933	15.10	-1.15
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	774845	0	774845	4.27	1326001	0	1326001	7.30	3.03
(b)	NBFCs registered with RBI	0	0	0	0.00	20	0	20	0.00	0.00

(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Trusts	20	0	20	0.00	20	0	20	0.00	0.00
	Hindu Undivided Family	484437	0	484437	2.67	832667	0	832667	4.58	1.92
	Non Resident Indians (Non Repat)	31812	0	31812	0.18	23139	0	23139	0.13	-0.05
	Non Resident Indians (Repat)	71709	0	71709	0.39	85593	0	85593	0.47	0.08
	Clearing Member	198963	0	198963	1.10	111142	0	111142	0.61	-0.48
	Bodies Corporate	2088847	0	2088847	11.50	1278428	0	1278428	7.04	-4.46
	Sub Total (B)(3)	**6602161**	**1**	**6602162**	**36.35**	**6399942**	**1**	**6399943**	**35.24**	**-1.11**
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	7024059	1	7024060	38.67	6741684	1	6741685	37.12	-1.55
	Total (A)+(B)	18162938	1	18162939	100.00	18162938	1	18162939	100.00	0.00
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.00	0	0	0	0.00	0.00
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.00	0	0	0	0.00	0.00
	Total (A)+(B)+(C)	**18162938**	**1**	**18162939**	**100.00**	**18162938**	**1**	**18162939**	**100.00**	

(ii) Shareholding of Promoters

S. No.	Shareholders Name	No. of Shares held at the beginning of the year 2018			No. of Shares held at the end of the year 2019			% change during the year
		No. of Shares	% of Total shares of the Company	% of shares pledged encumbered to Total shares	No. of Shares	% of Total Shares of the Company	% of Shares pledged encumbered to Total shares	
1	PRAMOD MAHESHWARI	1669279	9.19	0.00	1951654	10.74	0.00	1.55
2	OM PRAKASH MAHESHWARI	1386300	7.63	0.00	1386300	7.63	0.00	0.00
3	NAWAL KISHORE MAHESHWARI	1385800	7.62	0.00	1385800	7.62	0.00	0.00
4	GULAB CHAND MAHESHWARI	1339500	7.37	0.00	1339500	7.37	0.00	0.00
5	KAILASH BAI	1339500	7.37	0.00	1339500	7.37	0.00	0.00
6	NEELIMA MAHESHWARI	1339500	7.37	0.00	1339500	7.37	0.00	0.00
7	REKHA MAHESHWARI	1339500	7.37	0.00	1339500	7.37	0.00	0.00
8	SHILPA MAHESHWARI	1339500	7.37	0.00	1339500	7.37	0.00	0.00
	Total	**11138879**	**61.32**	**0.00**	**11421254**	**62.88**	**0.00**	**1.55**

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

Sl. No		Shareholding at the beginning of the year 2018		Transactions during the year		Cumulative Shareholding at the end of the year 2019	
	Name & Type of Transaction	No. of Shares Held	% of Total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of Total Shares of The Company
1	PRAMOD MAHESHWARI	1669279	9.19			1669279	9.19
	Transfer			06 Apr 2018	10234	1679513	9.24
	Transfer			25 May 2018	30301	1709814	9.41
	Transfer			08 Jun 2018	17587	1727401	9.51
	Transfer			15 Jun 2018	2656	1730057	9.52
	Transfer			22 Jun 2018	645	1730702	9.52
	Transfer			30 Jun 2018	11755	1742457	9.59
	Transfer			06 Jul 2018	4687	1747144	9.61
	Transfer			13 Jul 2018	9000	1756144	9.66
	Transfer			27 Jul 2018	27560	1783704	9.82
	Transfer			24 Aug 2018	53797	1837501	10.11
	Transfer			14 Sep 2018	22644	1860145	10.24
	Transfer			21 Sep 2018	9664	1869809	10.29
	Transfer			05 Oct 2018	45439	1915248	10.54
	Transfer			12 Oct 2018	27505	1942753	10.69
	Transfer			19 Oct 2018	8901	1951654	10.74
	AT THE END OF THE YEAR					1951654	10.74
2	OM PRAKASH MAHESHWARI	1386300	7.63			1386300	7.63
	AT THE END OF THE YEAR					1386300	7.63
3	NAWAL KISHORE MAHESHWARI	1385800	7.62			1385800	7.62
	AT THE END OF THE YEAR					1385800	7.62
4	GULAB CHAND MAHESHWARI	1339500	7.37			1339500	7.37
	AT THE END OF THE YEAR					1339500	7.37
5	KAILASH BAI	1339500	7.37			1339500	7.37
	AT THE END OF THE YEAR					1339500	7.37
6	SHILPA MAHESHWARI	1339500	7.37			1339500	7.37
	AT THE END OF THE YEAR					1339500	7.37
7	NEELIMA MAHESHWARI	1339500	7.37			1339500	7.37
	AT THE END OF THE YEAR					1339500	7.37
8	REKHA MAHESHWARI	1339500	7.37			1339500	7.37
	AT THE END OF THE YEAR					1339500	7.37

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

Sl. No		Shareholding at the beginning of the year 2018		Transactions during the year		Cumulative Shareholding at the end of the year 2019	
	Name & Type of Transaction	No. of Shares Held	% of Total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of Total Shares of The Company
1	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	647214	3.5634			647214	3.56
	Transfer			20 Jul 2018	(350000)	297214	1.63
	Transfer			31 Aug 2018	350000	647214	3.56
	Transfer			29 Sep 2018	28696	675910	3.72
	AT THE END OF THE YEAR					675910	3.72
2	MANISH JAIN	0	0.0000			0	0.00
	Transfer			04 May 2018	113801	113801	0.62
	Transfer			11 May 2018	285927	399728	2.20
	Transfer			18 May 2018	66499	466227	2.56
	Transfer			25 May 2018	48180	514407	2.83
	Transfer			01 Jun 2018	57377	571784	3.14
	AT THE END OF THE YEAR					571784	3.14
3	DSP SMALL CAP FUND	339081	1.8669			339081	1.86
	AT THE END OF THE YEAR					339081	1.86
4	GITA KIRTI AMBANI	130000	0.7157			130000	0.71
	Transfer			06 Apr 2018	18288	148288	0.81
	Transfer			13 Apr 2018	50000	198288	1.09
	Transfer			20 Apr 2018	30088	228376	1.25
	Transfer			27 Apr 2018	28137	256513	1.41
	Transfer			04 May 2018	3587	260100	1.43
	Transfer			11 May 2018	30000	290100	1.59
	AT THE END OF THE YEAR					290100	1.59
5	MANISH JAIN	0	0.0000			0	0.00
	Transfer			20 Apr 2018	82757	82757	0.45
	Transfer			27 Apr 2018	97824	180581	0.99
	AT THE END OF THE YEAR					180581	0.99
6	MAHAVEER PRASAD JAIN	0	0.0000			0	0.00
	Transfer			08 Jun 2018	104960	104960	0.57
	AT THE END OF THE YEAR					104960	0.57
7	JM FINANCIAL SERVICES LIMITED	125	0.0007			125	0.00
	Transfer			06 Apr 2018	35750	35875	0.19
	Transfer			13 Apr 2018	(125)	35750	0.19
	Transfer			20 Apr 2018	150	35900	0.19
	Transfer			27 Apr 2018	(900)	35000	0.19
	Transfer			04 May 2018	578	35578	0.19
	Transfer			01 Jun 2018	157000	192578	1.06
	Transfer			08 Jun 2018	(578)	192000	1.05
	Transfer			15 Jun 2018	5050	197050	1.08
	Transfer			22 Jun 2018	(157050)	40000	0.22
	Transfer			30 Jun 2018	500	40500	0.2230
	Transfer			06 Jul 2018	(1195)	39305	0.2164
	Transfer			13 Jul 2018	10000	49305	0.2715
	Transfer			27 Jul 2018	(8822)	40483	0.2229

	Transfer			03 Aug 2018	6786	47269	0.26
	Transfer			10 Aug 2018	(275)	46994	0.25
	Transfer			24 Aug 2018	(22639)	24355	0.13
	Transfer			31 Aug 2018	(9355)	15000	0.08
	Transfer			07 Sep 2018	335	15335	0.08
	Transfer			14 Sep 2018	18301	33636	0.18
	Transfer			21 Sep 2018	(20827)	12809	0.07
	Transfer			29 Sep 2018	(500)	12309	0.06
	Transfer			05 Oct 2018	(2000)	10309	0.05
	Transfer			12 Oct 2018	(9909)	400	0.00
	Transfer			19 Oct 2018	(300)	100	0.00
	Transfer			09 Nov 2018	(76)	24	0.00
	Transfer			16 Nov 2018	3176	3200	0.01
	Transfer			23 Nov 2018	(3200)	0	0.00
	Transfer			14 Dec 2018	2	2	0.00
	Transfer			21 Dec 2018	(2)	0	0.00
	Transfer			31 Dec 2018	2000	2000	0.01
	Transfer			04 Jan 2019	25	2025	0.01
	Transfer			01 Feb 2019	88335	90360	0.49
	Transfer			08 Feb 2019	(25)	90335	0.49
	Transfer			01 Mar 2019	23506	113841	0.62
	Transfer			30 Mar 2019	(23506)	90335	0.49
	AT THE END OF THE YEAR					90335	0.49
8	SAJAN VERGHIS MATHEW	0	0.0000			0	0.00
	Transfer			19 Oct 2018	24000	24000	0.13
	Transfer			26 Oct 2018	6000	30000	0.16
	Transfer			02 Nov 2018	5877	35877	0.19
	Transfer			04 Jan 2019	31323	67200	0.37
	Transfer			22 Feb 2019	5000	72200	0.39
	AT THE END OF THE YEAR					72200	0.39
9	VISCO TRADE ASSOCIATES LTD	0	0.0000			0	0.00
	Transfer			23 Nov 2018	68500	68500	0.37
	AT THE END OF THE YEAR					68500	0.37
10	HIRAK GOODS LLP .	8288	0.0456			8288	0.04
	Transfer			06 Apr 2018	500	8788	0.04
	Transfer			13 Apr 2018	11212	20000	0.11
	Transfer			20 Apr 2018	5000	25000	0.13
	Transfer			18 May 2018	10000	35000	0.19
	Transfer			25 May 2018	1000	36000	0.19
	Transfer			01 Jun 2018	5000	41000	0.22
	Transfer			08 Jun 2018	(2000)	39000	0.21
	Transfer			07 Sep 2018	16000	55000	0.30
	AT THE END OF THE YEAR					55000	0.30
11	IL AND FS SECURITIES SERVICES LIMITED	267263	1.4715			267263	1.47
	Transfer			06 Apr 2018	445	267708	1.47
	Transfer			13 Apr 2018	(142586)	125122	0.68
	Transfer			20 Apr 2018	5450	130572	0.71
	Transfer			27 Apr 2018	21491	152063	0.83
	Transfer			04 May 2018	(525)	151538	0.83
	Transfer			11 May 2018	(33505)	118033	0.64

	Transfer			18 May 2018	145078	263111	1.44
	Transfer			25 May 2018	590	263701	1.45
	Transfer			01 Jun 2018	1518	265219	1.46
	Transfer			08 Jun 2018	(131340)	133879	0.73
	Transfer			15 Jun 2018	(11516)	122363	0.67
	Transfer			22 Jun 2018	(7880)	114483	0.63
	Transfer			30 Jun 2018	(12157)	102326	0.56
	Transfer			06 Jul 2018	(2650)	99676	0.54
	Transfer			13 Jul 2018	5500	105176	0.57
	Transfer			20 Jul 2018	(8008)	97168	0.53
	Transfer			27 Jul 2018	(1653)	95515	0.52
	Transfer			03 Aug 2018	6894	102409	0.56
	Transfer			10 Aug 2018	(3295)	99114	0.54
	Transfer			17 Aug 2018	(5600)	93514	0.51
	Transfer			24 Aug 2018	(8413)	85101	0.46
	Transfer			31 Aug 2018	9215	94316	0.51
	Transfer			07 Sep 2018	(180)	94136	0.51
	Transfer			14 Sep 2018	(1000)	93136	0.51
	Transfer			29 Sep 2018	(18879)	74257	0.40
	Transfer			05 Oct 2018	3545	77802	0.42
	Transfer			12 Oct 2018	(7254)	70548	0.38
	Transfer			19 Oct 2018	(4815)	65733	0.36
	Transfer			26 Oct 2018	6651	72384	0.39
	Transfer			02 Nov 2018	(8321)	64063	0.35
	Transfer			09 Nov 2018	7000	71063	0.39
	Transfer			16 Nov 2018	2571	73634	0.40
	Transfer			23 Nov 2018	3006	76640	0.42
	Transfer			30 Nov 2018	1259	77899	0.42
	Transfer			07 Dec 2018	(1853)	76046	0.41
	Transfer			14 Dec 2018	(3070)	72976	0.40
	Transfer			21 Dec 2018	(177)	72799	0.40
	Transfer			28 Dec 2018	2331	75130	0.41
	Transfer			04 Jan 2019	(4753)	70377	0.38
	Transfer			11 Jan 2019	233	70610	0.38
	Transfer			18 Jan 2019	(9076)	61534	0.33
	Transfer			25 Jan 2019	(408)	61126	0.33
	Transfer			01 Feb 2019	(6189)	54937	0.30
	Transfer			15 Feb 2019	(250)	54687	0.30
	Transfer			22 Feb 2019	(30)	54657	0.30
	Transfer			08 Mar 2019	(8500)	46157	0.25
	Transfer			15 Mar 2019	(4268)	41889	0.23
	Transfer			22 Mar 2019	(3797)	38092	0.20
	Transfer			29 Mar 2019	(9293)	28799	0.15
	AT THE END OF THE YEAR					28799	0.15
12	SURESH BHATIA	196131	1.0798			196131	1.07
	Transfer			06 Apr 2018	(10985)	185146	1.01
	Transfer			04 May 2018	(5146)	180000	0.99
	Transfer			18 May 2018	(10000)	170000	0.93
	Transfer			01 Jun 2018	(157000)	13000	0.07
	Transfer			08 Jun 2018	(10000)	3000	0.01

	Transfer			30 Mar 2019	23506	26506	0.14
	AT THE END OF THE YEAR					26506	0.14
13	EDELWEISS CUSTODIAL SERVICES LTD	97603	0.5374			97603	0.53
	Transfer			06 Apr 2018	6471	104074	0.57
	Transfer			13 Apr 2018	10	104084	0.57
	Transfer			20 Apr 2018	(1241)	102843	0.56
	Transfer			27 Apr 2018	(27970)	74873	0.41
	Transfer			04 May 2018	85	74958	0.41
	Transfer			11 May 2018	(3564)	71394	0.39
	Transfer			18 May 2018	(5208)	66186	0.36
	Transfer			25 May 2018	(39379)	26807	0.14
	Transfer			01 Jun 2018	(1391)	25416	0.13
	Transfer			08 Jun 2018	(4883)	20533	0.11
	Transfer			15 Jun 2018	(11049)	9484	0.05
	Transfer			22 Jun 2018	(80)	9404	0.05
	Transfer			30 Jun 2018	40	9444	0.05
	Transfer			06 Jul 2018	(351)	9093	0.05
	Transfer			13 Jul 2018	230	9323	0.05
	Transfer			27 Jul 2018	287	9610	0.05
	Transfer			03 Aug 2018	(290)	9320	0.05
	Transfer			10 Aug 2018	(6281)	3039	0.01
	Transfer			17 Aug 2018	45	3084	0.01
	Transfer			24 Aug 2018	(932)	2152	0.01
	Transfer			31 Aug 2018	650	2802	0.01
	Transfer			07 Sep 2018	384	3186	0.01
	Transfer			14 Sep 2018	62	3248	0.01
	Transfer			21 Sep 2018	(333)	2915	0.01
	Transfer			29 Sep 2018	73500	76415	0.42
	Transfer			05 Oct 2018	1888	78303	0.43
	Transfer			12 Oct 2018	1535	79838	0.43
	Transfer			19 Oct 2018	979	80817	0.44
	Transfer			26 Oct 2018	3778	84595	0.46
	Transfer			02 Nov 2018	1021	85616	0.47
	Transfer			16 Nov 2018	371	85987	0.47
	Transfer			23 Nov 2018	(70522)	15465	0.08
	Transfer			30 Nov 2018	307	15772	0.08
	Transfer			14 Dec 2018	150	15922	0.08
	Transfer			21 Dec 2018	130	16052	0.08
	Transfer			28 Dec 2018	(192)	15860	0.08
	Transfer			31 Dec 2018	122	15982	0.08
	Transfer			11 Jan 2019	(500)	15482	0.08
	Transfer			18 Jan 2019	(113)	15369	0.08
	Transfer			22 Feb 2019	(422)	14947	0.08
	Transfer			01 Mar 2019	(200)	14747	0.08
	Transfer			15 Mar 2019	(202)	14545	0.08
	Transfer			29 Mar 2019	2893	17438	0.09
	AT THE END OF THE YEAR					17438	0.09
14	KIFS TRADE CAPITAL PRIVATE LIMITED	326845	1.7995			326845	1.79
	Transfer			06 Apr 2018	(326845)	0	0.00
	Transfer			13 Apr 2018	23086	23086	0.12

	Transfer			04 May 2018	(23086)	0	0.00
	Transfer			18 May 2018	4168	4168	0.02
	Transfer			08 Jun 2018	3552	7720	0.04
	Transfer			15 Jun 2018	(7720)	0	0.00
	Transfer			30 Jun 2018	986	986	0.00
	Transfer			06 Jul 2018	(986)	0	0.00
	AT THE END OF THE YEAR					0	0.00
15	WALLFORT FINANCIAL SERVICES LTD	100000	0.5506			100000	0.55
	Transfer			06 Apr 2018	968	100968	0.55
	Transfer			13 Apr 2018	(33968)	67000	0.36
	Transfer			20 Apr 2018	(67000)	0	0.00
	Transfer			18 May 2018	300	300	0.00
	Transfer			25 May 2018	(300)	0	0.00
	Transfer			12 Oct 2018	500	500	0.00
	Transfer			02 Nov 2018	(426)	74	0.00
	Transfer			16 Nov 2018	500	574	0.00
	Transfer			23 Nov 2018	219	793	0.00
	Transfer			30 Nov 2018	(112)	681	0.00
	Transfer			14 Dec 2018	(681)	0	0.00
	AT THE END OF THE YEAR					0	0.00
16	SUMITRADEVI KASERA	100000	0.5506			100000	0.55
	Transfer			10 Aug 2018	(18726)	81274	0.44
	Transfer			17 Aug 2018	(81274)	0	0.00
	AT THE END OF THE YEAR					0	0.00
17	BARCLAYS WEALTH TRUSTEES (INDIA) PRIVATE LIMITED	95000	0.5230		95000	0.5230	
	Transfer			04 May 2018	(15000)	80000	0.4405
	Transfer			25 May 2018	(25000)	55000	0.3028
	Transfer			01 Jun 2018	(15000)	40000	0.2202
	Transfer			08 Jun 2018	(5000)	35000	0.1927
	Transfer			14 Sep 2018	(479)	34521	0.1901
	Transfer			21 Sep 2018	(11015)	23506	0.1294
	Transfer			01 Mar 2019	(23506)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Director & KMP	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of shares of the the Company	% fo Total shares	No. of shares of the Company	% of Total Shares
1	Mr. Pramod Maheshwari, Chairman, Managing Director and Chief Executive Officer	1669279	'9.1906	1951654	'10.7453
2	Mr. Om Prakash Maheshwari, Executive Director and Chief Financial Officer	1386300	7.65	1386300	7.65
3	Mr. Nawal Kishore Maheshwari, Executive Director	1385800	7.64	1385800	7.64
4	Mr. Ram Swaroop Chaudhary, Independent Director	20	0.00	20	0.00
5	Mr. Pritam Kumar Goswami, Independent Director	20	0.00	20	0.00
6	Mr. Pawan Kumar Lalpuria, Independent Director	-	-	-	-
7	Mr. Vishal Jain, Independent Director	22500	0.10	22500	0.10
8	Mr. Mahesh Gupta, Independent Director	-	-	-	-
9	Mrs. Neelima Maheshwari, Non Executive Non-Independent Director	1339500	7.39	1339500	7.39
10	Mr. Tarun Kumar Jain, Company Secretary	-	-	-	-
11	Mr. Jagdish Prasad Sarda, Independent Director	-	-	-	-

V INDEBTEDNESS

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

values in ₹

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits Shares	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	337413500	-	-	337413500
ii) Interest due but not paid	210205	-	-	210205
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**337623705**	**-**	**-**	**337623705**
Change in Indebtedness during the financial year				
Additions	232155336	-	-	232155336
Reduction	134962566	-	-	134962566
Net Change	97192770	-	-	97192770
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	430674895	-	-	430674895
ii) Interest due but not paid	4141580	-	-	4141580
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**434816475**	**-**	**-**	**434816475**

VI Remuneration of Directors and Key Managerial Personnel

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

values in ₹

S. No.	Gross salary	Name of the MD/WTD/Manager			Total Amount
		Mr. Pramod Maheshwari, CMD & CEO	Mr. Om Prakash Maheshwari, Executive Director	Mr. Nawal Kishore Maheshwari, Executive Director	
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	33,00,000	33,00,000	33,00,000	99,00,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others (specify)	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)				**99,00,000**
	Ceiling as per Act				**12,28,8197**

(b) Remuneration to other directors:

values in ₹

S. No.	Particulars of Remuneration	Name of the Directors					Total Amount
1	Independent Directors	Mr. Pawan Kumar Lalpuria	Mr, RS Chaudhary	Mr. Vishal Jain	Mr. Mahesh Gupta	Mr. Jagdish Prasad Sarda	
	(a) Fee for attending board committee meetings	20,000	20,000	10,000	20,000	10,000	80000
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (1)	**20,000**	**20,000**	**10,000**	**20,000**	**10,000**	**80000**
2	Other Non Executive Directors	Mrs. Neelima Maheshwari					
	(a) Fee for attending board committee meetings	10000					
	(b) Commission	Nil					
	(c) Others, please specify.	Nil					
	Total (2)	**10000**	**-**	**-**	**-**		**10000**
	Total (B)=(1+2)						**90,000**
3.	**Ceiling as per Act**	**₹ 1 lakhs per meeting**					

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

values in ₹

S. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr. Pramod Maheshwari, CEO	Mr. Om Prakash Maheshwari, CFO	Mr. Tarun Kumar Jain CS	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	33,00,000	33,00,000	901200	7501200
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	as % of profit	Nil	Nil	Nil	Nil
	others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	**33,00,000**	**33,00,000**	**901200**	**7501200**

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

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

1.	A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs	Mentioned in Corporate Governance Report. For detailed policy, please refer our website www.cpil.in
2.	The composition of the CSR Committee	Mr. Mahesh Gupta as Chairman, and Mr. RS Chaudhary and Mr. Nawal Kishore Maheshwari as other members
3.	Average net profit of the Company for last three Financial Years	₹ 19,40,40,594/-
4.	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	₹ 38,80,812/-
5.	Details of CSR spent during the Financial Year	Detail mentioned below
	a) Total amount to be spent for the Financial Year	
	b) Amount unspent, if any;	
	c) Manner in which the amount spent during the Financial Year is detailed below	
6.	In case the Company has failed to spend the two per cent of the average net profit of the last three Financial Years or any part there of, the Company shall provide the reason for not spending the amount in its Board report	Your Company remains committed to spending its CSR budget. The focus in 2018-19 was to identify suitable charitable institutions with whom your Company would partner. Your Company is in discussion with more such institutions such that work in this area can be ramped up. In 2019-20, your Company is confident of a substantial increase in its CSR Spend. We are continuously looking at CSR initiatives to give back to the society.
7.	A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance of CSR objectives and Policy of the Company	Yes

S.No.	CSR Project or activity Identified	Sector in which the project is covered	Projects or Programs 1. Local area or otherwise 2. Specify the State & district	Amount outlay (budget) Project or program wise (₹)	Amount Spent on the projects or programs (₹)	Cumulative Spend till reporting period	Amount Spent, Direct or implementing agency
1	Overall development of the local area	■ Education ■ Art and Culture ■ Health & Medical facilities ■ Environment sustainability ■ Others	Local Area	47,62,294/-	₹ 46,48,640 (Education) ₹ 83,654 (Health) ₹ 30,000 (Others) **TOTAL** ₹ **47,62,294**	**Total** ₹ **47,62,294**	Directly by the Company

For and on behalf of the Board of Directors

Pramod Maheshwari
Chairman, Managing Director & CEO

Om Prakash Maheshwari
CFO

Mahesh Gupta
Chairman CSR Committee

Place: Kota
Date: May 20, 2019

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For The Financial Year Ended on 31st March, 2019
{Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014}

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

Dear Members,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Career Point Limited** [CIN: L72200RJ2000PLC016272](hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Company books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter;

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

1. The Companies Act, 1956, the Companies Act, 2013 (to the extent Sections and Schedules notified) and the Rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not Applicable as the Company has not issued any further capital under the regulations during the period under review)**
   d) The Securities and Exchange Board of India (Share based employee benefit) Regulations, 2014;
   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as the Company has not issued and listed any debt securities during the financial year under review)**
   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review)**
   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the financial year under review)**
   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the financial year under review)**
   i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

(i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(iii) Labour Laws to the extent of Employees` State Insurance Act, 1948, Employees` Provident Fund and Miscellaneous Provisions Act, 1952, the Payment of Gratuity Act, 1972, Rajasthan Shops and Commercial Establishments Acts,1958, Air (Prevention and Control of Pollution) Act, 1981 and Rules issued by the State Pollution Control Boards; and Water (Prevention and Control of Pollution) Act, 1974 and Rules issued by the State Pollution Control Boards.

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

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

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

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decision at Board Meetings & Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board as the case may be

I further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

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

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

(i) Public/Right/Preferential issue of shares / debentures/ sweat equity.

(ii) Redemption / buy-back of securities

(iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013

(iv) Merger / amalgamation / reconstruction, etc.

(v) Foreign technical collaborations

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

Dated: May 20, 2019
Place: Kota

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

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

Annexure-A

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

Dear Members,

Our Secretarial Audit Report for the financial year 31st March, 2019 is to be read along with this letter.

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

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

Dated: May 20, 2019
Place: Kota

FORM AOC - 1 **Annexure-4**

(Pursuant to first provision to Sub-Section (3) of Section 129 read with rule 5 of the Companies (Accounts) Rules, 2014

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY/ASSOCIATES

PART A: SUBSIDIARIES

values in ₹

S. No.	Name of Subsidiary Company	Reporting Currency & Exchange	Share capital	Reserve and surplus	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit Before Taxation	Provision for Taxation	Proposed Dividend	% of Share holding
1	Career Point Infra Limited	Indian Rupee	3,97,90,000	1,58,50,05,776	1,62,90,12,470	42,16,694	-	8,35,67,171	7,25,13,875	1,96,13,907	-	100%
2	Career Point Edutech Limited	Indian Rupee	57,89,470	1,18,73,653	2,61,88,359	85,25,236	-	3,56,93,002	1,41,85,406	45,77,647	-	100%
3	Gyan Eduventure Private Limited	Indian Rupee	4,42,00,000	(1,48,70,021)	3,15,01,582	21,71,602	-	2,32,33,255	18,67,320	6,05,480	-	100%
4	Career Point Accessories Private Limited	Indian Rupee	10,00,000	19,40,196	29,97,190	56,994	-	-	(2,82,915)	(3,235)	-	60%
5	Coupler Enterprises Private Limited	Indian Rupee	1,46,00,000	12,794	3,94,79,750	2,48,66,956	-	-	(39,865)	-	-	100%
6	Srajan Agritech Private Limited	Indian Rupee	2,87,50,000	7,14,59,432	10,02,14,932	5,500	-	2,54,000	2,19,263	-	-	100%
7	Srajan Capital Limited	Indian Rupee	6,38,20,000	24,43,51,764	2,20,90,20,453	1,90,08,48,689	7,19,42,240	26,66,05,762	9,79,76,133	2,71,48,182	-	100%
8	Career Point Institute of Skill Development Private Limited	Indian Rupee	1,41,00,000	(33,88,534)	5,34,39,759	1,06,923	-	56,93,300	16,90,327	(12,07,901)	-	100%

Part B: Associates & Joint Ventures

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

values in ₹

Name of Associates/ Joint Ventures	Latest Audited Balance Sheet Date	Shares of Associate held by the Company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Net worth attributable to shareholding as per latest audited Balance Sheet	Profit/Loss for the year	
		No.	Amount of Investment in Associates/ Joint Venture	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
Imperial Infin Private Limited	31-03-2019	34000	3400000	42.74%	VOTING POWER	NA	89,55,740	439590.3028	5,88,931.70
Study Board Education Private Limited	31-03-2019	117494	1174940	50.00%	VOTING POWER	NA	3,69,998	258726	258726

This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

Annexure - 5

AOC FORM - 2

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

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

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

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

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

S. No.	Name of related party	Nature of relationship	Nature of Contract	Duration of the transaction	Transaction value	Date of approval by the board if any	Amount paid as advance
1.	Srajan Capital Limited	Wholly owned subsidiary company	Loans and Advances	One year	₹ 16809.65	Approval of Board is taken on 11th August 2018.	NA

Annexure 6

PARTICULARS OF REMUNERATION OF EMPLOYEES

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

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

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

values in ₹

Name of Directors/Key Managerial Personnel	Remuneration	% increase in Remuneration	Ratio of Director's Remuneration to Median Remuneration
Non Executive Directors*			
Mr. Pawan Kumar Lalpuria	20000	Nil	0.10:1
Mr. RS Chaudhary	20000	Nil	0.10:1
Mr. Vishal Jain	10000	Nil	0.05:1
Mr. Mahesh Gupta	20000	Nil	0.10:1
Mrs. Neelima Maheshwari	10000	Nil	0.05:1
Mr. Jagdish Prasad Sarda	10000	Nil	0.05:1
Executive Directors and Key Managerial Personnel			
Mr. Pramod Maheshwari	3300000	Nil	15.71:1
Mr. Om Prakash Maheshwari	3300000	Nil	15.71:1
Mr. Nawal Kishore Maheshwari	3300000	Nil	15.71:1
Mr. Tarun Kumar Jain, Company Secretary	901200	Nil	4.29:1

*Remuneration includes sitting fees only

(ii) In FY 2018-19, the median remuneration is ₹ 17,500.

(iii) There were 543 permanent employees on the rolls of Company as on March 31, 2019.

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

B. Particulars of Employees whose remuneration exceeds ₹ 60 Lacs per annum or ₹ 5 Lacs per month during FY 2018-19

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

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Chairman, Managing Director and CEO

Place: Kota
Date: May 20, 2019

Annexure - 7

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

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

The Assumptions used in the model are as follows:	
Particulars	**ESOP**
i. Risk Free Interest Rate	No grants during the year
ii. Expected Life	
iii. Expected Volatility	
iv. Dividend Yield	
v. Price of the underlying share in market at the time of the option grant	
Details of ESOP	**ESOP**
Weighted Average share price of Options exercised during the year : ₹ 122.27	
Exercise price and weighted average remaining contractual life of Outstanding Options	
Scheme Name	
CPL Stock Option Plan 2013 (ESOP 2013)	55,000
Diluted Earnings Per Share(EPS) pursuant to issue of shares on exercise of option calculated in accordance with Indian Accounting	5.57

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of

Career Point Limited.

1. We have examined the compliance of the conditions of corporate governance by career Point Limited. ("the Company") for the year ended 31st March, 2019 as stipulated in Regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations as amended')

Management's Responsibility for the Statement

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

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Report or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March, 2019.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the company

Restriction on Use

9. This certificate is issued solely for the purpose of complying with the aforesaid regulations. Our Certificate should not to be used for any other purpose or by any person other than the addressees of this Certificate. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without our prior consent in writing.

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

Gaurav Lodha
Partner
Membership No. 507462

Place: New Delhi
Date: August 08, 2019

REPORT ON CORPORATE GOVERNANCE

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

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

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

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

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

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

2) POLICIES

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

Whistle Blower & Vigil Mechanism Policy

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

Code of Conduct for Board Members and Senior Management Personnel

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

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

Related Party Transaction Policy

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

Material Subsidiary Policy

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

Policies and code as per SEBI Insider Trading Regulations

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

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

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

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

BOARD OF DIRECTORS

i) Composition of Board

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

ii) The table below gives the composition of the Board during the financial year 2018-2019

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

Director's attendance record and Directorship in other companies

Name of Director	No. of Board Meetings during the Financial Year 2018-19		No. of Directorship in other Companies including private Ltd. Companies and excluding sec.8 companies (as on March 31, 2019)	No. of Membership/ Chairmanships of other Board		Whether attended last AGM	Directorship in other listed Entity (Category of Directorship)
	Held	Attended		Membership	Chairmanship		
Mr. Pramod Maheshwari	4	4	14	Nil	Nil	Yes	-
Mr. Om Prakash Maheshwari	4	3	16	2	1	Yes	Shricon Industries Ltd.
Mr. Nawal Kishore Maheshwari	4	3	14	Nil	Nil	Yes	-
Mr. Pawan Kumar Lalpuria	4	4	1	Nil	Nil	Yes	-
Mr. Ram Swaroop Chaudhary	4	4	1	Nil	Nil	Yes	-
Mr. Vishal Jain	4	3	3	Nil	Nil	Yes	JOSTS Engineering Company Ltd.
Mr. Mahesh Gupta	4	4	1	Nil	NIl	Yes	-
Mrs. Neelima Maheshwari	4	3	3	1	Nil	Yes	Shricon Industries Ltd.
Mr. Jagdish Prasad Sarda	4	2	-	Nil	Nil	Yes	-

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

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

Board Meetings:

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

business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which is noted and confirmed in the subsequent Board meeting. All Directors on the Board are free to suggest any item for inclusion in the agenda for the consideration of the Board. During the year Four Board Meetings were held on May 16, 2018, August 11, 2018, November 14, 2018 and February 13, 2019.

Independent Directors Meetings:

During the year under review, the Independent Directors met on 29 March, 2019, without the attendance of Non-Independent Directors and members of the management, inter alia, to discuss on the following:

- To review the performance of the Non-Independent Directors and the Board as a whole;
- Review the performance of the Chairperson of your Company, taking into account views of Executive / Non- Executive Directors;
- Assess the quality, quantity and timeliness of flow of information between your Company's management and the Board that was necessary for the Board to effectively and reasonably perform their duties.

Maximum tenure of independent directors

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

Formal letter of appointment to independent directors

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

Board Evaluation

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

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

Board Diversity Policy

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

Review of legal compliance reports

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

3) BOARD COMMITTEES

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

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

i Audit Committee

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

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

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

Members:

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

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

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

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

Functions and Terms of Reference

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

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

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

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

The particulars of the meetings attended by the Members of the Audit Committee and the dated of the meetings held during the financial year 2018-19 are given below:

Sr. No	Name of Members	No. of Meetings during the Financial Year 2018-19		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	4	4	May16, 2018 August 09, 2018, November 14, 2018 February 13, 2019
2	Mr. Om Prakash Maheshwari	4	3	
3	Mr. Mahesh Gupta	4	4	
4	Mr. Ram Swaroop Choudhary	4	4	
5	Mr. Jagdish Prasad Sarda	4	2	

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

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

(ii) NOMINATION AND REMUNERATION COMMITTEE

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

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

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

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

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

Members:

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

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

Functions and Terms of Reference

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

- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

- To carry out evaluation of every directors performance;
- To formulate the criteria for determining qualifications, positive attribute and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees. The Committee while formulating the policy shall ensure that:
- Ensure the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully
- Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmark
- Formulate policy with regard to Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- To recommend the Board, the remuneration (including any modification therein) payable to the Managing Director or Whole-time Director or Manager of the Company
- Such other functions/area/term as desired/referred by the Board from time to time or required under applicable law /listing agreement, for time being in force.

The particulars of the meetings attended by the Members of the Nomination and Remuneration Committee and the dates of the meetings held during the financial year 2018-2019 is given below:

Sr. No	Name of Members	No. of Meetings during the Financial Year 2018-19		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	4	4	May16, 2018 August 11, 2018, November 14, 2018 February 13, 2019
2	Mr. Jagdish Prasad Sarda	4	2	
3	Mr. Ram Swaroop Chaudhary	4	4	

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

Remuneration Policy

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

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

Detail of Remuneration to all the Directors during the year ended March 31, 2019.

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

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

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

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

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

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

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

No Stock Options were granted to Directors under CPL Employees Stock Option Plan 2013 (ESOP 2013) during the financial year ended March 31, 2019.

Disclosures regarding re-appointment of Directors

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

Employees Stock Option Plans

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

(i) STAKEHOLDERS RELATIONSHIP COMMITTEE

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

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

Members:

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

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

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

Functions and Terms of Reference

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

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

The Committee has been constituted to specifically look into the Investors' complaints and to redress the same expediently. There were no complaints pending as on 31st March, 2019.

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

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

The particulars of the meetings attended by the Members of the Stakeholders Relationship Committee and the dates of the meetings held during the financial year 2018-2019 are given below: Mr. Tarun Kumar Jain, Company Secretary of the Company is the Compliance Officer of the Company.

Sr. No	Name of Members	No. of Meetings during the Financial Year 2018-19		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	4	4	May16, 2018 August 11, 2018, November 14, 2018 February 13, 2019
2	Mr. Jagdish Prasad Sarda	4	2	
3	Mr. Ram Swaroop Chaudhary	4	4	

Details of complaints received/resolved during the financial year 2018-2019:

Nature of Complaints	Received	Resolved	Pending
Investor Grievances	3	3	NIL

(iv) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

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

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

Sr. No	Name of Members	No. of Meetings during the Financial Year 2018-19		Dates of Meetings
		Held	Attended	
1	Mr. Nawal Kishore Maheshwari	2	2	May16, 2018 August 11, 2018
2	Mr. Ram Swaroop Chaudhary	2	2	
3	Mr. Mahesh Gupta	2	2	

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

(v) RISK MANAGEMENT COMMITTEE

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

Chairman: Mr. Om Prakash Maheshwari

Members: Mr. Pramod Maheshwari and Mr. Mahesh Gupta

Sr. No	Name of Members	No. of Meetings during the Financial Year 2018-19		Dates of Meetings
		Held	Attended	
1	Mr. Om Prakash Maheshwari	2	2	May 16, 2018 February 13, 2019
2	Mr. Pramod Maheshwari	2	2	
3	Mr. Mahesh Gupta	2	2	

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

4) GENERAL BODY MEETINGS

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

Year	AGM/ EGM	Date	Time	Venue	No. of special resolution
2017-2018	18th AGM	September 26,2018	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	8
2016-2017	17th AGM	September 26,2017	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	1
2015-2016	16th AGM	September 26,2016	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	3

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

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

Mr. Tarun Kumar Jain,

Compliance Secretary and Compliance Officer, Career Point Limited

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

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

6) DISCLOSURES

i. Related Party Transactions

There is no Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company's major Related Party Transactions are generally with its subsidiary, Key Management Personnel and Enterprises under the same management. The Related Party Transactions are entered into based on the considerations of various business exigencies and Company's long term strategy. All the transactions entered during the financial year 2018-19 with Related Parties were on arm's length basis and the same are reported under notes to the financial statements.

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

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

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

iii. Whistle Blower Policy:

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

iv. Compliance of Code Corporate Governance

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

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

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

vi. Disclosure on Risk Management

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

vii. Financial Statements / Accounting treatments

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

viii. Management Discussion and Analysis Report

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

ix. Disclosures regarding appointment or re appointment of Directors

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

x. Means of Communication

a) In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under "Investor Relations" on the Company's website gives information on various announcements made by the Company, status of unclaimed dividend, Annual Report, Quarterly/Half yearly/ Nine-months and Annual financial results along with the applicable policies of the Company. Your Company's official news releases and presentations made to the institutional investors and analysts are also available on the Company's website.

b) The quarterly, half-yearly and annual results during the year were published in National English “Financial Express” and Hindi Newspapers "Nafa Nuksan"/Jansatta" and displayed on the Company's website www.cpilcpil.in along with official news releases, financial results and presentations etc are also displayed at the Company`s website.

c) The Company had quarterly Investors teleconferences for Investors of the Company immediately after the declaration of quarterly/annual results. Detailed presentations are made to institutional investors and financial analysts on the Company`s unaudited quarterly as well as audited annual financial results. These presentations are also uploaded on the Company`s website.

d) All the periodic compliance filing to National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) like shareholding pattern, corporate governance report, Report on Reconciliation of Share Capital, financial results, other Corporate Announcements among others are filed electronically on NEAPS (NSE Electronic Application Processing Systems) and BSE Listing Centre (BSE Corporate Compliance & Listing Centre) respectively.

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

Date	Thursday, September 26, 2019
Venue	CP Tower 2, IPIA, Road No. 1, Kota, 324005, Rajasthan, India
Time	4.00 p.m
Financial Year	2018-19

Book Closure Date – From September 19,2019 to September 26, 2019 (both days inclusive)

ii) Tentative Financial Calendar (For FY 2018-19)

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

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

iii) Listing in Stock Exchanges and Stock Codes

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

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

The listing fee for the financial year 2018-19 to BSE & NSE has been duly paid.

iv) Unclaimed Dividend

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

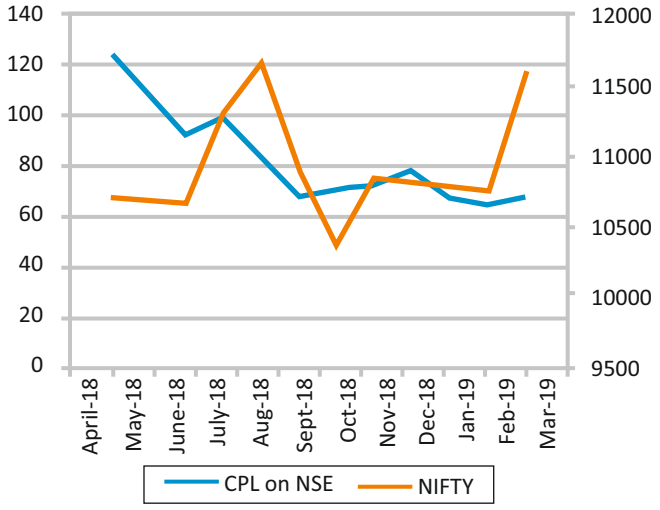
S.No.	Financial Year	Type of Dividend	Dividend per equity share (INR)	Date of declaration	Due date of Transfer
1	2014-15	Interim Dividend	1.00	12-Aug-14	After seven years from the date of declaration

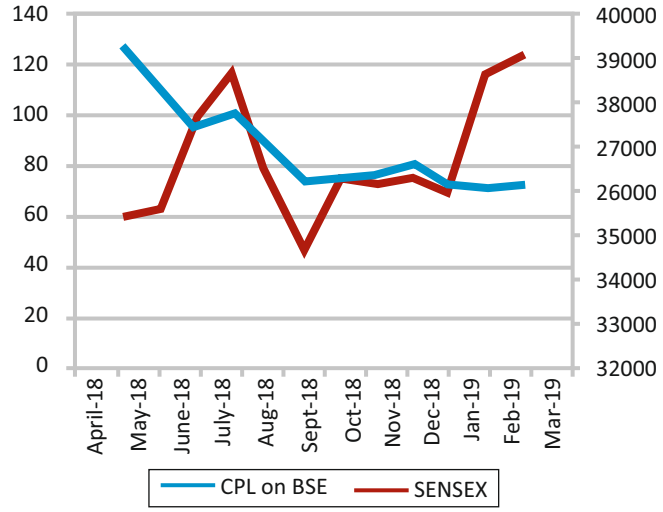
v) Market Price Data

a. Share Price movement for the Financial Year 2018-2019

Month	Bombay Stock Exchange				National Stock Exchange			
	High (In Rs.)	Low (In Rs.)	Close (In Rs.)	SENSEX	High (In Rs.)	Low (In Rs.)	Close (In Rs.)	NIFTY
Apr-18	129.30	110.90	127.25	35160.36	129.10	109.00	127.00	10739.35
May-18	130.30	102.10	108.50	35322.37	131.00	102.00	108.95	10736.15
Jun-18	111.00	92.90	93.35	35423.48	110.85	92.10	93.85	10714.30
Jul-18	109.90	81.00	100.95	37606.57	104.00	81.10	100.75	11356.50
Aug-18	105.55	84.60	85.15	38645.07	105.00	84.35	85.40	11680.50
Sep-18	87.00	69.00	70.10	36227.14	87.00	67.70	69.75	10930.45
Oct-18	78.10	66.10	71.75	34442.05	77.77	65.30	72.55	10386.60
Nov-18	81.05	71.10	74.90	36194.30	83.10	70.15	74.00	10876.75
Dec-18	83.00	68.60	79.45	36068.32	84.90	68.30	79.70	10862.55
Jan-19	80.90	68.55	69.85	36256.69	80.85	67.60	69.30	10830.95
Feb-19	72.00	63.50	68.00	35867.44	72.00	63.00	67.15	10792.50
Mar-19	78.90	66.00	69.65	38672.91	79.75	66.65	69.70	11623.90

STOCK PERFORMANCE V/S NIFTY & SENSEX





a. Shareholding Distribution as on March 31, 2019

Shareholding of Shares	Number of Shareholders	Percentage of Total Shareholders	Total no of Shares	Percentage of Total Shares
1-5000	12508	90.73	1045965	5.76
5001-10000	597	4.33	489254	2.69
10001-20000	314	2.27	477434	2.63
20001-30000	116	0.84	297667	1.64
30001-40000	55	0.39	194101	1.08
40001-50000	54	0.39	260656	1.43
50001-100000	67	0.56	562635	3.09
100001- above	65	0.47	14832227	81.66
Total	**13786**	**100.00**	**18162939**	**100.00**

c. Shareholding Pattern as on March 31, 2019

Category	No. of shares held	% Shareholding
Company Promoter/Promoter Group	11421254	62.88
Mutual Funds /UTI	339081	1.86
Financial Institutions /Banks	2020	.011
Foreign Institutional Investors	661	0.00
NRIs(Repatriate)	85593	0.47
NRIs (Non -Repatriate)	23139	0.12
Trusts	20	0.00
Bodies Corporate	1278428	7.04
General Public	4901601*	23.18
Clearing Members	111142	0.61
TOTAL	**18162939**	**100.00**

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

vi) **Registrar for Dematerialisation and Physical Transfer of Shares**

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

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

vii) **Share Transfer System**

The Company has appointed a common Registrar for the physical share transfer and dematerialization of shares. The

shares lodged for physical transfer/ transmission/transposition are registered normally within a period of fortnight, if the documents are complete in all respects. For this purpose, the Share Transfer Committee meets as often as required. Adequate care is taken to ensure that no transfers are pending for more than a fortnight. Requests for demat/remat were confirmed mostly within a fortnight. The Company obtains from a Company Secretary in Practice half-yearly certificates of compliance with the share transfer formalities as required under Regulation 40(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and files a copy of the certificate with the Stock Exchanges.

viii) Dematerialization of Shares and Liquidity

The shares of the Company are compulsorily traded in dematerialised form. The Company has arrangements with both the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to establish electronic connectivity of its shares for scripless trading. As on March 31, 2019 100% percent of the shares (except one share) of the Company were held in a dematerialized form. The International Securities Identification Number (ISIN) allotted to the Company for Dematerialization of Shares is INE521J01018.

ix) Reconciliation of Share Capital Audit

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

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

xi) Plant Location: Not Applicable

xii) Address for Correspondence

Shareholder's correspondence should be addressed to the Company's Registrar at the address mentioned below:

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

Investors may also write to or contact
Company Secretary
CAREER POINT LIMITED
Registered Office: CP Tower-1, Road No. 1,
IPIA, Kota - 324 005, Rajasthan, India
Tel: +91 744 3040000;
Fax: +91 744 3040050

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

xiii) Designated exclusive email-id

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

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

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

xv) Consolidate multiple folios

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

xvi) Proceeds from the public issue/right issue/preferential issue:
There was no fresh public issue/rightssue/preferential issue etc during the financial year 2018-19.

xvii) Inter-se relationships between directors

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

xviii) Company Registration Details

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

xix) Nomination Facility

The Companies Act 2013 has provided for a nomination facility to the Shareholders of the Company. The Company is pleased to offer the facility of nomination to shareholders and shareholders may avail this facility by sending the duly completed form to the Registered Office of the Company/Registrar and Share Transfer Agent of the Company in case the shareholding is in physical form. The shareholders may obtain copy of the said form from the Registered Office of the Company. In case of demat holdings, the request may be submitted to the Depository Participant.

8) SUBSIDIARY COMPANIES

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

9) Code for prevention of Insider Trading Practices

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

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

SEBI vide its Circular No. CIR/MRD/DP/10/2013 dated March 21,

2013 had mandated the companies to use any of the RBI approved electronic mode of payment such as ECS (Local ECS/Regional ECS/National ECS) NEFT, RTGS etc for distribution of dividend and other cash benefits to investors. The Circular also mandated the companies or their registrar and share transfer agent (RTA) to maintain bank details of investors. In case the securities are held in demat mode, the companies or their RTA shall seek relevant bank details from depositories and in case the securities are held in physical mode, the companies or their RTA shall take necessary steps to maintain updated bank details at their end. In view of above, the Company`s RTA has sent letters to various depository participants seeking updated bank details of the investors of the Company. The investors are also requested to ensure that correct and updated particulars of their bank account are available with their respective depository participants and the Company/RTA. This would facilitate the Company for making payments through electronic mode.

11) Compliance certificate:

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

12) Report on corporate governance:

This chapter, read together with the information given in the Directors' Report and the chapters on Management Discussion and Analysis and General Shareholder Information, constitute the compliance report on Corporate Governance during 2018-19. The Company has been regularly submitting the quarterly compliance report to the stock exchanges as required under regulation 27 of the SEBI Listing Regulations, 2015.

13) Certification from Company Secretary in Practice:

A certificate from CS Sourabh Mishra a company secretary in practice that none of the Directors are disqualified or debarred from being appointed or continuing as a director of the Company by Securities Exchange Board of India / Ministry of Corporate Affairs or any other authority is provided in Annexure A which forms part of this report

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

15) LODHA &CO, Chartered Accountants (Firm Registration No. 301051E) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis is given below:

Particulars	**AMOUNT**
Services as statutory auditors (including quarterly audits)	500000
Tax Audit	Nil
Services for tax matters	Nil
SSAE16 and Other matters	Nil
Re-imbursement of out-of-pocket expenses	156538
Total	**656538**

16) Other Disclosures

Particulars	**Regulations**	**Details**	**Website link for details/policy**
Related party transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Act	There are no material related party transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee. The Board's approved policy for related party transactions is uploaded on the website of the Company.	http://www.cpil.in/investor-relations/policy.aspx
Details of non - compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India ('SEBI') or any statutory authority on any matter related to capital markets	Schedule V (C) 10(b) to the SEBI Listing Regulations	There were no cases of non-compliance during the last three financial years.	

Particulars	Regulations	Details	Website link for details/policy
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	http://www.cpil.in/investor-relations/policy.aspx
Discretionary requirements	Schedule II Part E of the SEBI Listing Regulations	• A message from the Chief Executive Officer and Managing Director on the half-yearly financial performance of the Company including a summary of the significant events in the six month YEAR ENDED September 30, 2018 was sent to every member in November 2018. • The auditors' report on financial statements of the Company are unqualified. • Internal auditors of the Company, make quarterly presentations to the audit committee on their reports.	
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The audit committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company does not have any material unlisted Indian subsidiary company. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website.	http://www.cpil.in/investor-relations/policy.aspx
Policy on Determination of Materiality for Disclosures	Regulation 30 of SEBI Listing Regulations	The Company has adopted a Policy on Determination of Materiality for Disclosures.	http://www.cpil.in/investor-relations/policy.aspx
Policy on Archival & Preservation of Documents	Regulation 9 of SEBI Listing Regulations	The Company has adopted a Policy on Archival and Preservation of Documents.	http://www.cpil.in/investor-relations/policy.aspx
Reconciliation of Share Capital Audit Report	Regulation 76 of the Securities & Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No D&CC / FITTC/ Cir-16/2002 dated December 31, 2002	A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	http://www.cpil.in/investor-relations/reconciliation-share-capital.aspx

Particulars	Regulations	Details	Website link for details/policy
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2019. The Annual Report of the Company contains a certificate by the Chief Executive Officer and Managing Director, on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.	http://www.cpil.in/investor-relations/policy.aspx
Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	A regular annual dividend consists of three interim dividends after each of the first three quarters of the fiscal year, topped up with a final dividend after the fourth quarter. In addition, every second or third year, the accumulated surplus cash has been returned to shareholders through a special dividend.	http://www.cpil.in/investor-relations/policy.aspx
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	http://www.cpil.in/investor-relations/policy.aspx

CEO AND CFO CERTIFICATION

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

CEO / CFO CERTIFICATE

To,

The Board of Directors,

Career Point Limited

Kota

We have reviewed the Stand-alone and Consolidated Financial Statements and the cash flow statement of Career Point Limited (the Company) for the Financial Year ended 31 March 2019, and certify that:

(a) These results and statements, to the best of our knowledge and belief:
   (I) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (ii) present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the year 2018-19, which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, efficiencies in the design or operation of internal controls of which we are aware, and the steps taken and proposed to be taken to rectify these deficiencies.

(d) We have also indicated to the Auditors and the Audit Committee:
   (I) significant changes if any in the internal controls with respect to financial reporting during the year and the achievement of adequate internal controls within the Company;
   (ii) significant changes if any in accounting policies during the year 2018-19, and these have been disclosed in the notes to the Financial Statements.

(e) To the best of our knowledge and belief, there are no instances of significant fraud involving either the Management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

Place : Kota
Date : May 20, 2019

Pramod Maheshwari
Chairman, Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the 'Code of Conduct' and 'Our Code' for the financial year 2018-19

Place : Kota
Date : May 20, 2019

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

Annexure A: Certificate from Company Secretary in Practice

CERTIFICATE

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

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

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on 31st March, 2019, none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority

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

Dated: May 20, 2019
Place: Kota

Independent Auditor's Report

To the Members of Career Point Limited

Opinion

We have audited the standalone financial statements of Career Point Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Revenue Recognition (Note no 30 to the accompanying standalone financial statements)	
For the year ended March 31, 2019 the Company has recognized revenue from contracts with customers amounting to Rs. 6,872.20 Lakhs. Revenue is recognised only when it can be reasonably measured and there exists reasonable certainty of its recovery. Additionally, the application of new revenue accounting standard - Ind AS 115 'Revenue from contracts with customers' involves reassessment of revenue recognition policy and collation of information like disaggregated revenue from disclosure purpose. Revenue represents a significant line item in the Statement of Profit & loss account and also a key indicator of business performance. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue is misstated.	**Our audit procedures included the following:** ■ Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers. ■ Understood, evaluated and tested the key controls implemented by the Company in relation to revenue recognition and discounts. ■ Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions. ■ Performed sample tests of individual service transaction and verified services invoices and other related documents of such samples. Further, in respect of such samples checked that the revenue has been recognized as per the accounting policy. ■ Performed cut off procedures on sample basis for revenue transactions made to ensure correctness of period of revenue recognition ■ Tested the calculations related to discounts and other supporting documents on test check basis.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance and Shareholder's Information, but does not include the standalone financials statements and our auditor's report thereon.

Our opinion on the standalone financial statement does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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 account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant

books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial Reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial Reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note No. 38 to the standalone financial statements;

ii. The Company has made provision, as required under the applicable law or Indian accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2019.

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

Gaurav Lodha
Partner
(Membership No. 507462)

Place: New Delhi
Date: May 20, 2019

Annexure A to the Independent Auditors' Report to the members of CAREER POINT LIMITED

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

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, these fixed assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size of the Company and nature of its assets. The frequency of physical verification is reasonable and no material discrepancies were noticed on such verification.

(c) As per the records and information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties are held in the name of the Company.

(ii) As explained to us, inventories have been physically verified by the management during the year at reasonable intervals. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on such physical verification of inventory were not material and have been properly dealt with in the books of accounts.

(iii) According to the information and explanations given to us, the Company has granted unsecured loans of ₹ 17295.18 Lacs (Previous Year 19,408.30 Lacs) @ 9%-9.75% to companies/other parties covered in the register maintained under Section 189 of the Act. The total unsecured loans outstanding as on 31st March, 2019 amount to ₹ 14,062.55 Lacs (Previous Year ₹ 10,024.37 Lacs). Further,

(a) in respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest;

(b) in respect of the aforesaid loans, the schedule of repayment of principal and payment of interest loans been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

(c) in respect of aforesaid loans, there is no amount which is overdue for more than ninety days.

(iv) According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from public within the provision of section 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under (to the extent applicable). We have been informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or other Tribunal in this regard.

(vi) We have broadly reviewed the books of account maintained by the Company in respect of products where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

(vii) According to the records of the company and information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues with the appropriate authorities, to the extent applicable. There were no undisputed statutory dues payable as at 31st March, 2019 which were outstanding for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, there are no dues in respect of Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Excise Duty and Value Added Tax which have not been deposited with the appropriate authorities, to the extent applicable, on account of any dispute, except as mentioned below:

Name of the Statute	Nature of the dues	Period to which the amount relates	Amount (₹ in Lakhs*)	Forum where disputes are pending
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	2006-07 to 2012-13	357.53 *	Rajasthan Tax Board
Service Tax under the Finance Act, 1994#	Cenvat Credit on Advertisements	2013-14 & 2014-15	8.30	Additional Commissioner Excise, Jodhpur
	Payment of service tax on trading on securities	2012-13 to 2016- 17	87.77	Additional Commissioner, GST

* Net of ₹ 193.96 Lacs paid under protest

Net of ₹ 7.30 Lacs paid under protest

(viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks or Government. The Company has not issued any debentures. Accordingly, the Paragraph 3 (viii) of the Order is not applicable to the Company.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and hence reporting under Clause 3 (ix) of the Order is not applicable to the Company.

(x) Based on the audit procedure performed and according to the information and explanations given to us by the management, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us, the managerial remuneration has been paid and provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, all the transactions with the related parties are in compliance with Sections 177 and 188 of the Act and the relevant details have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under Clause 3(xiv) of the Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into non-cash transactions with its Directors or persons connected to its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

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

Gaurav Lodha
Partner
(Membership No. 507462)

Place: New Delhi
Date: May 20, 2019

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2 under 'Report on other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Career Point Limited on the standalone Ind AS financial statements for the year ended March 31,2019]

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

We have audited the internal financial controls over financial reporting of CAREER POINT LIMITED ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, we report that the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

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

Gaurav Lodha
Partner
(Membership No. 507462)

Place: New Delhi
Date: May 20, 2019

Career Point Limited
Standalone Balance Sheet as at 31.03.2019
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	5	11,350.17	11,612.75
(b) Capital work-in-progress	5	-	14.76
(c) Investment Property	6	2,321.62	2,384.37
(d) Intangible assets	7	0.25	0.44
(e) Financial Assets			
(i) Investments	8	18,332.30	17,878.23
(ii) Other Financial Assets	9	1,151.46	133.30
(f) Other non-current assets	10	218.36	238.47
Total Non Current Assets		**33,374.16**	**32,262.32**
(2) Current Assets			
(a) Inventories	11	98.95	132.71
(b) Financial Assets			
(i) Investments	8	921.30	4,506.29
(ii) Trade receivables	12	1,197.56	638.71
(iii) Cash and Cash Equivalents	13	29.92	293.77
(iv) Bank Balances other than (iii) above	14	71.74	1.73
(v) Loans	15	13,045.03	10,024.37
(vi) Others	16	117.20	0.15
(c) Other current assets	17	38.36	8.47
Total Current Assets		**15,520.06**	**15,606.20**
TOTAL ASSETS		**48,894.22**	**47,868.52**
EQUITY AND LIABILITIES			
(1) EQUITY:			
(a) Equity Share Capital	18	1,816.29	1,816.29
(b) Other Equity	19	37,718.79	36,692.60
Total Equity		**39,535.08**	**38,508.89**
LIABILITIES:			
(2) Non-current Liabilities			
(a) Financial Liabilities			
Borrowings	20	2,129.30	2,541.91
(b) Provisions	21	69.65	67.97
(c) Deferred Tax Liabilities(Net)	22	664.22	760.11
(d) Other non Current Liabilities	23	-	121.35
Total Non Current Liabilities		**2,863.17**	**3,491.34**
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	4,328.98	3,719.05
(ii) Trade payables	25		
- Micro & Small Enterprises		21.16	-
- Other than Micro & Small Enterprises		10.15	12.35
(iii) Other Financial liabilities	26	1,514.85	1,411.06
(b) Other Current Laibilities	27	597.26	640.27
(c) Provisions	28	5.58	4.62
(d) Current Tax Liabilites (Net)	29	17.99	80.94
Total Current Liabilities		**6,495.97**	**5,868.29**
TOTAL EQUITY AND LIABILITIES		**48,894.22**	**47,868.52**

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

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Gaurav Lodha
Partner
Membership No: 507462

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

Place: New Delhi
Date: 20/05/2019

Place: Kota
Date: 20/05/2019

CAREER POINT LIMITED
STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31.03.2019
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	For the year ended 31.03.2019	For the Year ended 31.03.2018
INCOME			
Revenue from operations	30	6,872.20	7,108.89
Other income	31	1,411.89	1,009.04
TOTAL REVENUE		**8,284.09**	**8,117.93**
EXPENSES:			
Cost of materials consumed	32	297.98	409.20
Changes in inventories of finished goods, work in progress & Trading goods	33	35.34	(48.59)
Employee benefits expenses	34	3,794.82	3,365.57
Finance costs	35	547.08	303.41
Depreciation and amortization expense	36	410.89	428.73
Other expenses	37	1,945.37	1,802.90
TOTAL EXPENSES		**7,031.48**	**6,261.22**
Profit/(Loss) before exceptional items and tax		1,252.61	1,856.71
Exceptional items - Gain/(Loss)		-	-
Profit/ (Loss) before tax		**1,252.61**	**1,856.71**
Tax expense:			
Current Tax		323.48	447.29
MAT Credit Entitlement / Reversal		(85.41)	(21.19)
Deferred Tax		(14.97)	139.60
Previous Year Taxation Adjustment		14.26	(7.71)
Profit/(Loss) for the Year		**1,015.25**	**1,298.72**
Other Comprehensive Income			
(a) (i) Items that will not be reclassified to profit or loss - Remeasurement benefit of defined benefit plans		15.43	5.73
(ii) Income tax expense on items that will not be - reclassified to profit or loss		(4.49)	(1.98)
(b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax expense on items that will be reclasified to profit or loss		-	-
Total Other Comprehensive Income for the year		**10.94**	**3.75**
Total Comprehensive Income for the year		**1,026.19**	**1,302.47**
Earnings per share (in ₹)			
Basic		**5.59**	**7.16**
Diluted		**5.59**	**7.16**

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

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Gaurav Lodha
Partner
Membership No: 507462

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

Place: New Delhi
Date: 20/05/2019

Place: Kota
Date: 20/05/2019

CAREER POINT LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2019
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars			For the year ended 31.03.2019		For the Year ended 31.03.2018
A.	**Cash Flows from Operating Activities**				
	Profit/(Loss) Before Taxation		1,252.61		1,856.71
	Adjustments for:				
	Depreciation and Ammortization Expenses	410.89		428.73	
	Short/Long Term Capital Gain on shares/assets	(171.16)		(317.99)	
	Interest Income	(1,134.65)		(654.45)	
	Interest expense	547.08		303.41	
	Profit on sale of Property, Plant & Equipments	(77.30)		(0.34)	
	Bad debts written off	1.55		0.79	
	Provisions for employee stock option schemes and other non-current employee benefit	-		2.76	
	Provision for Doubtful Debts	9.43		0.03	
	Provision for Gratuity	23.32	(390.84)	25.14	(211.92)
	Operating Profit before Working Capital Changes		**861.77**		**1,644.79**
	(Increase)/Decrease in Trade Receivables	(569.83)		(485.90)	
	(Increase)/Decrease in Inventories	33.76		(24.07)	
	(Increase)/Decrease in others Assets	(194.65)		(0.55)	
	Increase/(Decrease) in Liabilities	(47.22)	(777.94)	285.64	(224.88)
	Cash generated from operations		83.83		1,419.91
	Direct taxes paid		(400.69)		(382.26)
	Net Cash from Operating Activities		**(316.86)**		**1,037.65**
B.	**Cash Flow from Investing Activities**				
	Sale of Property Plant & Equipment, Investment Property and Intangible assets	129.26		1.29	
	Interest & Dividend Received	1,131.81		654.45	
	Purchase of Property Plant & Equipment, Investment Property and Intangible assets (including CWIP)	(122.58)		(570.69)	
	Loans Given to related party	(4,038.18)		(4,565.88)	
	Sale/(Purchase) of Mutual Funds (net)	3,302.09		20.02	
	Sale/(Purchase) of share of subsidiaries (net)	-		(129.50)	
	Net Cash (used in)/ from Investing Activities		402.40		(4,590.31)
C.	**Cash Flows from Financing Activities**				
	Proceeds from equity shares issue	-		36.25	
	Proceeds/(Repayment) of Borrowings (Net)	197.32		3,858.90	
	Interest paid	(546.71)		(296.88)	
	Net Cash from Financing Activities		**(349.39)**		**3,598.26**
	Net increase/(decrease) in cash and cash equivalents (A + B + C)		(263.85)		45.60
	Cash and Cash Equivalents at beginning of the period		293.77		248.17
	Cash and Cash Equivalents at end of the period (Refer Note No. 13)		29.92		293.77

Note:

1. Changes in Liabilities arising from financing activities

₹ in Lakhs

Particulars	Balance as at 31st March 2018	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31st March 2019
Proceeds/(Repayment) of Borrowings (Net)	6,260.96	197.32	-	6,458.28
Total	**6,260.96**	**197.32**	**-**	**6,458.28**

₹ in Lacs

Particulars	Balance as at 31st March 2017	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31st March 2018
Proceeds/(Repayment) of Borrowings (Net)	2,402.06	3,858.90	-	6,260.96
Total	**2,402.06**	**3,858.90**	**-**	**6,260.96**

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

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

Gaurav Lodha
Partner
Membership No: 507462

Place: New Delhi
Date: 20/05/2019

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

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

Place: Kota
Date: 20/05/2019

CAREER POINT LIMITED
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2019
CIN: L72200RJ2000PLC016272

EQUITY SHARE CAPITAL **₹ in Lakhs**

Particulars	As at 1st April, 2017	Changes during year	As at 31st March, 2018	Changes during year	As at 31st March, 2019
Issued, Subscribed and Paid Up					
1,81,62,939 (at 31st March,2018 =1,81,62,939 and as at 1st April, 2017=1,81,32,939) Equity shares of 10 each.	1,813.29	3.00	1,816.29	-	1,816.29
Total	**1,813.29**	**3.00**	**1,816.29**	**-**	**1,816.29**

STAETMENT OF CHANGES IN OTHER EQUITY **₹ in Lakhs**

Particulars	Share Option outstanding account	Share Premium	General Reserve	Retained Earnings	Other Comprehensive Income that will not be reclassified to Profit & Loss	Total
Balance as at 01.04.2017	**18.27**	**17,155.01**	**86.58**	**18,089.64**	**4.62**	**35,354.12**
Profit for the period	-	-	-	1,298.72	-	1,298.72
Security Premium on Issue of equity share (ESOP) during the Year	-8.58	41.83	-	-	-	33.25
Amount Recorded on Grants/modifications/ cancellations of ESOP during the year	2.76	-	-	-	-	2.76
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	3.75	3.75
Balance as at 31.03.2018	**12.45**	**17,196.84**	**86.58**	**19,388.36**	**8.37**	**36,692.60**
Profit for the period	-	-	-	1,015.25	-	1,015.25
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	10.94	10.94
Balance as at 31.03.2019	**12.45**	**17,196.84**	**86.58**	**20,403.61**	**19.31**	**37,718.79**

The accompanying notes are integral part of these financial statements

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Gaurav Lodha
Partner
Membership No: 507462

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

Place: New Delhi
Date: 20/05/2019

Place: Kota
Date: 20/05/2019

1 The Company overview

Career Point Limited is engaged in providing Education Service which inter alia include Education Consultancy, Management Services, Tutorial Services and Residential Hostel Services.

Career Point Limited (The Company), is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Career Point Limited has its listing with BSE Limited and National Stock Exchange of India. The registered office of the Company is situated at CP Tower 1, Road No 1, IPIA, Kota -324005, Rajasthan, India. The Financial Statememts of the Company for the year ended 31st March, 2019 are approved for issue by the Company's Board of Directors on May 20, 2019.

2 Basis of preparation of financial statements

(i) Statement of compliance

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), as prescribed under section 133 of the Companies Act, 2013 ('Act') (to the extent notified) read with the Rules 3 of the Companies (Indian Accounting Standard) Rules 2015, as amended from time to time and guidelines issued by the Securities and Exchange Board of India (SEBI).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements which comprises the balance sheet as at 31.03.2019, the statement of profit & loss(including other comprehensive income), the statement of cash flows & the statement of changes in equity for the year ended 31.03.2019 and a summary of the significant accounting policies and other explanatory information (together herein after referred to as "financial statements").

(ii) Basis of Measurement

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

(iii) Use of Estimates & Judgements

The Preparation of financial statements in conformity with Ind As requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as at the date of the financial statements. Actual results could differ from these estimates. (Refer note No. 4 on critical accounting estimates, assumptions & judgments.)(refer Note no. 1.4 on significant accounting estimates, assumptions and judgments.)

These estimates could change from period to period and also the actual results could vary from the estimates. Appropriate changes are made to the estimates as the management becomes aware of changes in circumstances surrounding these estimates. The changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3 Significant Accounting policies

(I) Lease

Lease is classified as Operating Lease, when substantial risks and rewards of ownership are not transferred - rentals thereon are recognised as expense over the lease term. Leases under which, the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalised at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability, so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss.

(ii) Foreign Currency Transactions

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

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

(iii) Financial Instruments

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

(a) Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

Subsequent measurements of financial assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

The company derecognizes a financial assets when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and the transfer qualifies for the derecognisition under Ind AS 109

Investment in subsidiaries, associate and Joint venture

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

Investment in Mutual Funds

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

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

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

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

Cash and Cash Equivalents

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

(iv) Property, Plant and Equipment

A Recognition and measurement

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

b) An item of property, plant and equipment is derecognised upon disposal. Any gain or loss arising on the disposals determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

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

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

B Depreciation/ Amortisation

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

Class of property, plant & equipment	Useful Life
Building	60 Years
Plant & Machinery	8 Years
Furniture & Fixtures	8 Years
Computer	3 Years
Vehicle	8-10 Years
Office Equipments	5 Years

(v) Investment properties

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

(vi) Intangible Assets

Identifiable intangible assets are recognised a) when the Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

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

Software is amortised over an estimated useful life of 3 years.

(vii) Inventories

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

(viii) Impairment of Assets

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

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

Recoverable amount is determined:

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

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

(ix) Employee Benefits

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

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

In case of defined benifit plan, all acturial gains or losses are immediately recognized in other comprehensive income, net of taxes and permanently excluded from profit and loss. Further, the profit or loss will no longer include an expected return on plan assets. The actual return on plan assets above or below the discount rate is recognized as part of re-measurement of net defined liability or asset through other comprehensive income, net of taxes. The company does not provide carry forward & encashment of leaves

(a) Defined Contribution plan

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

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

(b) Defined Benefit Plan

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

(x) Share Based Payment Transactions

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

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

(xi) Provisions, Contingent Liabilities and Contingent Assets

(I) Provisions

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

(ii) Contingencies

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

(xii) Revenue Recognition

Effecative April 1,2018 , the company has applied Ind AS 115 which establishes a comprehensive framework for determining whether , how much and when revenue is to be recognized. The standard requires apportioning revenue earned from the contracts to individual promises, or performance obligations, on a relative stand-alone selling price basis, using a five-step model. Ind AS 115 replaces Ind

AS 18 Revenue and Ind AS 11 Construction Contract.

Revenue from Services

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

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

Company is recognising as revenue only the amount which the company is entitled to receive as royalty as per the agreement entered into with the franchisee. Hostel revenue is recognized on accrual basis i.e. income is booked on month to month basis.

Revenue from sale of Products

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

(xiii) Finance Cost

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

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

(xiv) Other Income

(a) Interest

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

(b) Dividend

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

(xv) Taxation

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

Current tax provision is computed for Income calculated after considering allowances & exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that in future taxable profits will be available to set off such deductible temporary differences. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and deferred tax liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised. Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement.

(xvi) Earning per share

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

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

4 Critical accounting estimates, assumptions and judgement

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

I) Property, plant and equipment

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

ii) Income taxes

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

iii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is

not possible to predict the outcome of pending matters with accuracy.

iv) Allowance for uncollected accounts receivable & advances

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

v) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the assets's recoverable amount. An assets's recoverable amount is the higher of an assets's or CGU's fair value less costs of disposal and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

vi) Impairment of financial assets

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

vii) Fair value measurement of financial instruments

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

Note 5: PROPERTY, PLANT AND EQUIPMENT ₹ in Lakhs

	Land (leasehold)	Building	Plant & Machinery	Furniture & fixtures	Computer	Vehicle	Office Equipment	Total
Gross carrying value:								
As at 01.04.2017	**1539.44**	**9059.75**	**5.10**	**886.38**	**12.10**	**54.89**	**57.33**	**11614.99**
Additions	-	807.6	-	56.72	8.18	7.93	-	880.43
Disposal/ adjustments	-	-	-	3.57	-	-	-	3.57
As at 01.04.2018	**1,539.44**	**9,867.35**	**5.10**	**939.53**	**20.28**	**62.82**	**57.33**	**12,491.85**
Additions	-	77.42	-	36.05	8.02	8.91	6.94	37.34
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	**1,539.44**	**9,944.77**	**5.10**	**974.23**	**28.30**	**71.73**	**64.27**	**12,627.84**
Accumulated depreciation/ impairment:	-	-	-	-	-	-	-	-
As at 01.04.2017	**20.87**	**173.24**	**4.82**	**238.63**	**1.92**	**14.37**	**10.36**	**464.21**
Depreciation	20.87	186.32	0.28	175.70	8.39	12.31	13.64	417.51
Disposal/ adjustments	-	-	-	2.62	-	-	-	2.62
As at 01.04.2018	**41.74**	**359.56**	**5.10**	**411.71**	**10.31**	**26.68**	**24.00**	**879.10**
Depreciation	20.87	188.04	-	153.45	6.14	12.89	18.54	399.93
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	**62.61**	**547.60**	**5.10**	**563.81**	**16.45**	**39.56**	**42.54**	**1,277.67**
Net carrying value								
As at 31.03.2018	1,497.69	9,507.79	-	527.83	9.96	36.15	33.33	11,612.75
As at 31.03.2019	1,476.83	9,397.17	-	410.43	11.84	32.17	21.73	11,350.17
Capital work-in-progress								
As at 31.03.2018	-	-	-	-	-	-	-	14.76
As at 31.03.2019	-	-	-	-	-	-	-	-

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

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

Include Build on land owned by related party. Gross Block of ₹ 7873.62 Lakhs Net Block of Building is ₹ 7535.98 Lakhs.

Note 6: INVESTMENT PROPERTIES

₹ in Lakhs

	Land (Freehold)	Land (Leasehold)	Total
Gross carrying value:			
As at 01.04.2017	**1,112.35**	**963.48**	**2,075.83**
Additions	330.40	-	330.40
As at 01.04.2018	**1,442.75**	**963.48**	**2,406.23**
Disposal/ adjustments	-	58.15	58.15
As at 31.03.2019	**1,442.75**	**905.33**	**2,348.08**
Accumulated depreciation:			
As at 01.04.2017	**-**	**11.47**	**11.47**
Depreciation	-	10.39	10.39
As at 01.04.2018	**-**	**21.86**	**21.86**
Depreciation	-	10.77	10.77
Disposal/ adjustments	-	6.19	6.19
As at 31.03.2019	**-**	**26.44**	**26.44**
Net carrying value			
As at 31.03.2018	1,442.75	941.62	2,384.37
As at 31.03.2019	1,442.75	878.87	2,321.62

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

₹ in Lakhs

Fair Value	Amount
at 31st March, 2018	3,947.45
at 31st March, 2019	3,856.49

Note 7: OTHER INTANGIBLE ASSETS

₹ in Lakhs

	Trademark	Software	Total
Gross carrying value:			
As at 01.04.2017	**0.19**	**3.32**	**3.51**
Additions	-	-	-
Disposal/ adjustment	-	-	-
As at 01.04.2018	**0.19**	**3.32**	**3.51**
Additions	-	-	-
Disposal/ adjustment	-	-	-
As at 31.03.2019	**0.19**	**3.32**	**3.51**
Accumulated amortization and impairment:			
As at 01.04.2017	**-**	**2.24**	**2.24**
Amortization	-	0.83	0.83
Disposal/ adjustment	-	-	-
As at 01.04.2018	**-**	**3.07**	**3.07**
Amortization	-	0.19	0.19
Disposal/ adjustment	-	-	-
As at 31.03.2019	**-**	**3.26**	**3.26**
Net carrying value			
As at 31.03.2018	0.19	0.25	0.44
As at 31.03.2019	0.19	0.06	0.25

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

Note 8: INVESTMENTS ₹ in Lakhs

Particulars	No. of Shares /unit end of current reporting period	As at 31st March 2019	No. of Shares /unit end of current reporting period	As at 31st March 2018
NON CURRENT INVESTMENTS				
Investment in Subsidiary Companies				
Unquoted - Equity / Ordinary Shares (At cost less provision)				
(Fully Paid up unless otherwise stated)				
Career Point Edutech Limited (Face Value of ₹10 Each Fully Paid)	5,78,947	57.89	5,78,947	57.89
Career Point Infra Limited (Face Value of ₹10 Each Fully Paid)	39,78,994	13,495.00	39,78,994	13,495.00
Gyan Eduventure Private Limited (Face Value of ₹10 Each Fully Paid)	4,19,999	48.50	4,19,999	48.50
Career Point Accessories Private Limited (Face Value of ₹10 Each Fully Paid)	60,000	6.00	60,000	6.00
Srajan Capital Limited (Face Value of ₹10 Each Fully Paid)	55,27,000	1,108.00	55,27,000	1,108.00
Career Point Institute of Skill Development Pvt. Ltd. (Face Value of ₹10 Each Fully Paid)!@	14,09,999	141.00	14,09,999	141.00
Unquoted - (10% Optionally convertible non-cumulative redeemable Preference Shares) at cost				
(Fully Paid up unless otherwise stated)				
Srajan Capital Limited (Face Value of ₹10 Each Fully Paid)	9,72,000	855.00	8,55,000	855.00
Gyan Eduventure Private Limited (Face Value of ₹10 Each Fully Paid)	40,00,000	400.00	40,00,000	400.00
Investment in Joint Venture Unquoted-Equity Shares(At cost less provision)Study Board Education Private Limited (Face Value of ₹10 Each Fully Paid)	1,17,494	23.00	1,17,494	23.00
Investment in Associates Unquoted-Equity Shares(At cost less provision) Imperial Infin Private Limited (Face Value of ₹100 Each Fully Paid)	34,000	34.00	34,000	34.00
TOTAL (a)		**16,168.39**		**16,168.39**
Investment in Mutual Fund- Classified as FVTPL (Quoted)				
DSP BLACK ROCK INCOME OPPORTUNITIES FUND #	19,49,934	547.27	19,49,934	557.90
UTI FTIF SERIES XXIII-II (1100 DAYS)	-	-	10,00,000	122.78
UTI FTIF SERIES XXVIII-X (1153 DAYS)*	30,00,000	315.92	30,00,000	302.52
UTI FTIF SERIES XXVIII-XIII (1134 DAYS)*	40,00,000	422.19	40,00,000	401.25
RELIANCE FIXED HORIZON FUND XXXVI SERIES 2*	30,00,000	320.06	-	-
UTI FTIF SERIES XXVI-V (1160 DAYS)*	30,00,000	349.86	30,00,000	325.39
UTI FTIF SERIES XXX-I (1104 DAYS)*	20,00,000	208.61	-	-
TOTAL (b)		**2,163.91**		**1,709.84**
TOTAL (a+b)		**18,332.30**		**17,878.23**

INVESTMENTS ₹ in Lakhs

Particulars	No. of Shares /unit end of current reporting period	As at 31st March 2019	No. of Shares /unit end of current reporting period	As at 31st March 2018
CURRENT INVESTMENTS - Classified as FVTPL(Quoted)				
ICICI PRUDENTIAL BANKING & PSU DEBT FUND*	43,40,695	921.30	43,40,695	867.18
BIRLA SUNLIFE DYNAMIC BOND FUND	-	-	3,80,89,564	1,142.20
RELIANCE FIXED HORIZON FUND SERIES 11	-	-	89,00,000.00	1,301.75
RELIANCE DYNAMIC BOND FUND GROWTH	-	-	38,43,616	890.95
RELIANCE FIXED HORIZON FUND XXXVI SERIES 2		-	30,00,000	304.21
TOTAL		**921.30**		**4,506.29**

Pledged against Deustsche Bank Overdraft Facility.(Refer Sub Note No.24(a)).

* Pledged against loan payable on demand from Barclays Bank Limited.(Refer Sub Note No. 24(b))

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

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

Subnote: ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Aggregate Carrying amount of unquoted investments (Cost)	16,168.39	16,168.39
Aggregate Market Value of Quoted Investments	3,085.21	6,216.13

Note: 9 OTHER NON CURRENT FINANCIAL ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Bank deposits with remaining maturity of more than 12 months*	49.46	66.19
Interest Accrued (Unsecured Consider Good unless otherwise stated)	1.80	-
Loans to Related Parties	1,017.52	-
Security Deposits	82.68	67.11
Total	**1,151.46**	**133.30**

* ₹37.50 Lakhs guarantee given to Tribal Affairs Department, Govt. of Madhya Pradesh and balance for others.

Note: 10 OTHER NON CURRENT ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Deposits / Balance with Authorities	218.36	238.47
Total	**218.36**	**238.47**

Note: 11 INVENTORIES

(Valued at lower of cost an Net realisable value unless otherwise stated) **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Raw Material (A)		
Paper	12.15	10.57
Finished Goods (B)		
(a) Student Kit & Material	38.06	43.27
(b) Study Material (Books)	48.74	78.87
Total (A+B)	**98.95**	**132.71**

Sub Note:

(a) Classification of Inventories as required by IND AS-2 "Inventories" :-
Raw Material and Finished Goods contains Publication Material (Paper), and Other Items and Printed Material (Books) respectively. Inventory consists of various types of books and other items, therefore item wise break-up of the same is not given.

Note: 12 TRADE RECEIVABLES **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Unsecured		
Considered Good*	1,197.56	638.71
Credit Impaired	10.14	0.70
Less: Allowance for impairment Loss Allowance	10.14	0.70
Total	**1,197.56**	**638.71**

***Note:** Amount Including Trade Receivables from Related Parties (FY 18-19= ₹ 185.13 Lakhs FY 17-18 = ₹ 51.28 Lakhs

Note: 13 CASH & CASH EQUIVALENT **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Cash & Bank Balances		
Cash on hand	17.26	42.60
Balances with Banks	12.66	251.17
Total	**29.92**	**293.77**

Note: 14 OTHER BANK BALANCES **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Fixed Deposits with Banks*	119.72	66.44
Less: Amount disclosed under Other Financial Assets (Refer Note No. 9)	49.46	66.19
Total (a)	**70.26**	**0.25**
Earmarked Balances with Banks		
Unclaimed dividend accounts	1.48	1.48
Total (b)	**1.48**	**1.48**
Total (a+b)	**71.74**	**1.73**

* ₹ 54.22 Lakhs in favour of guarantee given to DDU-GKY & Balance for others and against margin money for bank guarantee.

Note: 15 CURRENT FINANCIAL ASSETS - LOANS **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
(Unsecured, considered good unless otherwise stated)		
Loans to Related Parties	13,045.03	10,024.37
Total	**13,045.03**	**10,024.37**

Note: 16 CURRENT FINANCIAL ASSETS - OTHER ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Interest Accrued	1.19	0.15
Other (DDUGKY)*	116.01	-
Total	**117.20**	**0.15**

* Refer Note no. 40

Note: 17 OTHER CURRENT ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Deposit with Govt. Authorities	30.35	3.39
Advances to Employees	4.13	4.44
Others Advances	3.88	0.64
Total	**38.36**	**8.47**

Note: 18 SHARE CAPITAL ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Authorise 2,50,00,000 (Previous year 2,50,00,000) Equity Shares of ₹10 each	2,500.00	2,500.00
Issued, Subscribed and Fully Paid-up 1,81,62,939 (Previous year 1,81,62,939) Equity Shares of ₹10 each	1,816.29	1,816.29
TOTAL	**1,816.29**	**1,816.29**

Sub Note

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

Particulars	As at 31.03.2019	As at 31.03.2018
Opening number of equity shares	1,81,62,939	1,81,32,939
Additions during the year*	-	30,000
Closing number of equity shares	**1,81,62,939**	**1,81,62,939**

*During the F.Y. 2017-18, pursuant to ESOP plan, 5000 & 25000 equity shares of the company were alloted at ₹100 & ₹125 per equity share respectively

b) Rights, preferences and restrictions attached to shares:

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

c) SHAREHOLDERS HOLDING MORE THAN 5% SHARES ₹ in Lakhs

Particulars	As at 31.03.2019		As at 31.03.2018	
	No. of shares at the end of current reporting period	% of shares held	No. of shares at the end of current reporting period	% of shares held
Mr. Pramod Kumar Maheshwari	19,51,654	10.75	16,69,279	9.19
Mr. Om Prakash Maheshwari	13,86,300	7.63	13,86,300	7.63
Mr. Nawal Kishore Maheshwari	13,85,800	7.63	13,85,800	7.63
Mr. Gulab Chand Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Kailash Bai	13,39,500	7.37	13,39,500	7.37
Mrs. Shilpa Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Rekha Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Neelima Maheshwari	13,39,500	7.37	13,39,500	7.37

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

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

Note: 19 OTHER EQUITY **₹ in Lakhs**

Particulars	Share option outstanding account	Securities premium	General Reserve	Retained Earnings	Other Comprehensive Income that will not be reclassified to Profit & Loss	Total
Balance as at 01.04.2017	**18.27**	**17,155.01**	**86.58**	**18,089.64**	**4.62**	**35,354.12**
Profit for the period	-	-	-	1,298.72	-	1,298.72
Security Premium on Issue of equity share (ESOP) during the Year	(8.58)	41.83	-	-	-	33.25
Amount Recorded on Grants/modifications /cancellations of ESOP during the year	2.76	-	-	-	-	2.76
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	3.75	3.75
Balance as at 31.03.2018	**12.45**	**17,196.84**	**86.58**	**19,388.36**	**8.37**	**36,692.60**
Profit for the period	-	-	-	1,015.25	-	1,015.25
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	10.94	10.94
Balance as at 31.03.2019	**12.45**	**17,196.84**	**86.58**	**20,403.61**	**19.31**	**37,718.79**

Nature of Reserves

1 General Reserve amount transferred /apportioned represents is in accordance with (The Companies Act, 1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.

2 Other Comprehensive Income Reserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into i) Items that will not be reclassified to profit & loss ii) item that will be reclassified to profit & loss.

3 The balance consists of surplus retained from earned profits after payment of dividend and taxes thereon.

4 Actuarial Gain and losses for defined plans are recognized through OCI in the period in which they occur. Re-measurement are not reclassified to profit or loss in subsequent periods.

5 Balance of Security Premium Reserve consists of premium on issue of shares over its face value. The balance will be utilised for issue of fully paid bonus shares, buy-back of Company's own share as per the provisions of the Companies Act 2013.

6 The company has an equity-settled share based payment plan for certain categories of employees of the company, refer Note No. 42 of standalone Financial Statements.

Note: 20 BORROWINGS **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Secured Loan		
From Banks	2,635.17	3,071.90
Sub Total (a)	**2,635.17**	**3,071.90**
Current Maturity of Long term borrowings (Refer Note No. 26)	505.87	529.99
Sub Total (b)	**505.87**	**529.99**
TOTAL (a - b)	**2,129.30**	**2,541.91**

Sub Note:

(a) Working Capital Term Loan (Kotak Bank) of ₹212.36 Lakhs @ 9.05% p.a.(6 months MCLR+ .25%) payable by September, 2020 and ₹172.81 Lakhs @ 9.10 % p.a.(6 months MCLR+.30%) payable by October, 2021. Both the loans are secured against the primary security having first charge on current assets(Present and future) and having Collateral Security on Plot No.23, Shubham Enclave, C-Scheme, Jaipur. Personal guarantee given by Om Prakash Maheshwari, Nawal Kishore Maheshwari and Pramod Maheshwari.

(b) Term Loan (Indusind Bank) of ₹2250 Lakhs @ 9.65% p.a.(3 months MCLR+.25%) payable by March 2024. The loan is secured against the Security on Plot No. E-8 (I) Road No. 1, IPIA, Kota. Loan is repayable in 20 quarterly installments 4 installments of ₹75 lakhs, 4 installments of ₹87.5 lakhs, 4 installments of ₹100 lakhs, 4 installments of ₹125 lakhs and 4 installments of ₹175 lakhs.

Note: 21 PROVISIONS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
Gratuity	69.65	67.97
Total	**69.65**	**67.97**

Note: 22 DEFERRED TAX LIABILITIES (NET) ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Deferred Tax Asset	**-**	**-**
Disallowance as per Income Tax Act	35.45	49.63
Others	-	42.79
Gross Deferred Tax Assets	35.45	92.42
Deferred Tax Liability		
Disallowance on account of Depreciation and others	871.58	904.24
Fair Valuation of Financial Instruments	72.21	110.89
Others	4.49	0.60
Gross Deferred Tax Liability	948.28	1,015.73
MAT Credit Entitlement	-248.61	-163.20
Total	**664.22**	**760.11**

Note: 23 OTHER NON CURRENT LIABILITIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Income received in advance	-	121.35
Total	**-**	**121.35**

Note: 24 SHORT TERM BORRWINGS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Secured loans		
From Banks (Overdraft Facility)	2,615.99	3,406.07
From Bank (Repayable on Demand)	1,712.99	-
From Others	-	301.89
Unsecured Loans		
Loans & Advances From Related Parties	-	11.09
Total	**4,328.98**	**3,719.05**

Sub Note:

(a) Overdraft facility from Bank of ₹ 425.92 Lakhs @8.85%(1 month MCLR+.10%) against the security of FMP of ₹ 500.00/- Lakhs (Market Value ₹ 547.27 Lakhs as on 31st March, 2019). The Company can avail it up to ₹1500 Lakhs by pledging it debt securities in the ration of 7:10. Refer Foot Note No. 8.

(b) Secured On Demand Credit Facility of ₹ 1712.99 Lakhs @ 9% p.a. from Barclays Bank Ltd. against the security of Mutual Funds of ₹ 2337.22 lakhs (Market Value ₹ 2537.93 Lakhs), repayable on demand and personal guarantee by Mr. Pramod Maheshwari (Promotor). The Company can avail it up to ₹ 2200 Lakhs by pledging securities.

(c) Overdraft facility from Bank of ₹ 926.12 Lakhs @ 9.65%(3 month MCLR+.25%) against the security plot No. E 8 (I) Road No. 1, IPIA, Kota The Company can avail it up to ₹900 Lakhs.

(d) Overdraft facility from Bank of ₹ 1263.94 Lakhs @10%(12 month MCLR+.35%) against the security of Plot no. E-8 (II) Road No. 1, IPIA, Kota. The Company can avail it up to ₹ 1350.06 Lakhs.

Note: 25 TRADE PAYABLES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Micro Enterprises & small enterprises (Refer Note No. 52)	21.16	-
Others than Micro Enterprises & small enterprises	10.15	12.35
Total	**31.31**	**12.35**

Note: 26 OTHER FINANCIAL LIABILITIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Current maturities of Long Term Borrowings (Refer Note No. 20)	505.87	529.99
Accrued Salaries and benefits		
- Salaries and benefits	255.96	269.87
Other liabilities		
- Security deposits	437.51	423.48
- Others Payable	313.46	185.30
- Interest accured but not due	0.57	0.94
- Unpaid Dividend@	1.48	1.48
Total	**1,514.85**	**1,411.06**

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

Note: 27 OTHER CURRENT LIABILITIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Income received in advance	422.79	469.60
Government and Other dues	174.47	141.89
Advance against DDU-GKY*	-	28.78
Total	**597.26**	**640.27**

'* Refer Note 16.

Note: 28 SHORT TERM PROVISIONS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
Gratuity	5.58	4.62
Total	**5.58**	**4.62**

Note: 29 CURRENT TAX LIABILITES (NET) ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Provision for Income Tax (Net of Advance)	17.99	80.94
Total	**17.99**	**80.94**

Note: 30 REVENUE FROM OPERATIONS ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
(a) **Revenue from Services**		
- Education and other related activities	6,526.48	6,684.28
(b) **Sale of Study Material**		
- Domestic	345.72	424.61
REVENUE FROM OPERATIONS (NET)	**6,872.20**	**7,108.89**

Note: 31 OTHER INCOME ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a) Lease Rent	0.99	3.00
b) Interest Income :	1,134.65	654.45
c) Net gain on fair value / cell of :		
- Current/Non Current Investments	171.16	317.99
d) Other Income :		
(i) Profit on sale of Property, Plant & Equipment (net)	77.30	0.34
(ii) Miscellaneous Income	27.79	33.26
TOTAL - OTHER INCOME	**1,411.89**	**1,009.04**

Note: 32 COST OF MATERIAL CONSUMED ₹ in Lakhs

Particulars	For the YEAR ENDED 31.03.2019	For the YEAR ENDED 31.03.2019
Opening stock	10.57	35.09
Add: Purchases during the period	299.56	384.68
Less: Closing stock	12.15	10.57
TOTAL COST OF MATERIAL CONSUMED	**297.98**	**409.20**

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

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Opening stock	122.14	73.55
Closing stock	86.80	122.14
(Increase)/Decrease in Inventory	**35.34**	**(48.59)**

Note: 34 EMPLOYEE BENEFITS EXPENSES ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Salaries, Wages and Bonus to		
-Teaching staff	2,724.25	2,271.90
-Non Teaching Staff	970.44	988.23
Expense on ESOP Scheme	-	2.76
Contribution to provident and other funds	65.24	70.28
Staff Welfare	34.89	32.40
TOTAL - EMPLOYEE BENEFITS EXPENSES	**3,794.82**	**3,365.57**

Note: 35 FINANCE COSTS ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a) Interest Expense	544.55	277.58
b) Other borrowing cost	2.53	25.83
TOTAL - FINANCE COSTS	**547.08**	**303.41**

Note: 36 DEPRECIATION AND AMORTIZATION EXPENSES ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Depreciation on Property, Plant & Equipments	399.93	417.51
Amortization of Intangible assets	0.19	0.83
Depreciation on Investment Property	10.77	10.39
TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	**410.89**	**428.73**

Note: 37 OTHER EXPENSES ₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Advertisement Expenses	347.20	385.99
Legal and professional charges	63.21	59.39
Repairs - Buildings	16.39	61.67
Repairs - Computers	9.24	10.83
Repairs - others	60.58	78.39
Rent	137.68	88.87
Travelling & Conveyance	73.31	102.84
Payments to Auditors(Refer Note No. 45)	6.57	5.96
Telephone, postage & internet exp.	30.21	43.99
Printing and stationery expenses	32.46	30.44
Security charges	67.57	66.95
Electricity & Water Expenses	224.25	244.26
Institute Expenses	448.13	173.42
CSR Expenses	47.62	13.63
Interest, Penalty & Fine Charges	4.22	3.52
Hostel & Mess Expenditure	304.42	360.29
Miscellaneous expenses	72.31	72.46
TOTAL - OTHER EXPENSES	**1,945.37**	**1,802.90**

Sub Note:

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

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

(a) In respect of :- ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Service tax liability / GST Liability	102.63	315.05
Claims against the Company not acknowledged as debts @	83.70	83.7
Income Tax Liability	-	2.85
Value added tax liability	551.49	551.49
Total	**737.82**	**953.09**

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

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

39 Estimated amount of contracts remaining to be executed on capital account (net of advances NIL (Previous Year NIL))` NIL (Previous year ₹ 69.20 Lakhs)

40 Rajasthan Skill and Livelihoods Development Corporation (RSLDC) has accorded approval to sanction a project of skilling for 1500 rural poor youth under Deen-Dayal Upadhyaya Grameen Kaushalya Yojana (DDU-GKY) of Ministry of Rural Development, Government of India to the Company under various categories for example Tourism & Hospital, Front office cum receptionist etc. Duration of the project is 36 months and the place of training will be at Kota, Baran, Bundi, Jhalawar and Jaipur. The sanctioned total Project cost including welfare cost is ₹ 893.10 Lakhs. On 3 February, 2017, Company received ₹ 212.56 Lakhs, after issuing bank guarantee of ₹ 54.22 Lakhs. As per records of Company, they have spent ₹ 328.57 Lakhs (more than the amount received) and the remaining balance ₹ 116.01 Lakhs is shown as receivable from DDU-GKY in Note-16. The Company is of the opinion that this project will not result in any profit or loss and therefore has not routed any Income and Expenditure through Profit and loss account.

41 In accordance with the provision of section 135 of the Act, Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee, in terms, with the provisions of the said Act, the Company was to spend a sum of ₹ 38.80 Lakhs and ₹ 37.52 Lakhs towards CSR activities during the year ended 31st March 2019 and 31st March 2018 respectively. The CSR Committee has been examining and evaluating suitable proposals for deployment of funds towards CSR initiatives. However, the committee expects finalization of such proposals in due course. During the year, Company has contributed the following sums towards CSR initiatives.

₹ in Lakhs

Particulars	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Construction/Acquisition of any assets	-	-
On Purpose other than (i) above	47.62	13.63

42 CPL Employee Stock Option Plan 2013:

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

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

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

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

No options were granted during the year.

No options were exercised during the year.

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

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
	Number of options	Weighted Average	Number of options	Weighted Average
Options outstanding at beginning of period:	55,000	122.27	85,000	121.76
Add: Options Granted	-	-	-	-
Less: Options Exercised	-	-	30,000	120.83
Options outstanding at the end of period:	**55,000**	**122.27**	**55,000**	**122.27**

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

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

A) Defined Contribution plan

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

a) Defined Contribution Plans - Provident Fund

b) Employee State Insurance Plan

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

₹ in Lakhs

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Company's contribution to provident fund	22.57	6.86
Company's contribution to ESI	19.35	15.57

B) Defined Benefit Plan:

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

a) Reconciliation of opening and closing Balance of Defined Benefit Obligation ₹ in Lakhs

Particulars	Gratuity (Funded) 31.03.2019	Gratuity (Funded) 31.03.2018
Present value of obligation at the beginning of the year	72.59	56.91
Current service cost	17.69	20.73
Interest cost	5.63	4.41
Benefits paid	(5.26)	(3.73)
Actuarial loss/(gain)	(15.43)	(5.73)
Present value of obligation at the end of year	75.22	72.59

The components of the gratuity are as follows:

b) Expenses recognized statement of profit & loss account ₹ in Lakhs

Particulars	Gratuity (Funded) 31.03.2019	Gratuity (Funded) 31.03.2018
Current service cost	17.69	20.73
Interest Cost	5.63	4.41
Defined benefit cost recognized in statement of Profit or loss.	23.32	25.14

c) Recognized in Other Comprehensive Income ₹ in Lakhs

Particulars	Gratuity (Funded) 31.03.2019	Gratuity (Funded) 31.03.2018
Actuarial loss/ (gain)- Obligation	(15.43)	(5.73)
Actuarial loss/ (gain)- Plan Assets	-	-
Component of defined benefit costs recognized in other comprehensive income	(15.43)	(5.73)

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

Actuarial Assumptions	As at March 31, 2019	As at March 31, 2018
Discount Rate	7.75%	7.75%
Expected Rate of increase in salary	5.00%	5.00%
Withdrawal rate	5.00%	5.00%
Mortality	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate

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

e) Sensitivity Analysis: ₹ in Lakhs

Particulars	Change in Assumptions	Increase/(decrease) in Gratuity Obligations 31.03.2019	Increase/(decrease) in Gratuity Obligations 31.03.2018
Discount rate	1%	(6.58)	(6.61)
	-1%	7.72	7.78
Salary Growth rate	1%	7.85	7.92
	-1%	(6.80)	(6.83)
Withdrawal Rate	1%	1.14	1.07
	-1%	(1.41)	(1.36)

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

f) Estimate of expected benefit payments ₹ in Lakhs

Particulars	Gratuity
01 Apr 2019 to 31 Mar 2020	7.33
01 Apr 2020 to 31 Mar 2021	3.93
01 Apr 2021 to 31 Mar 2022	5.67
01 Apr 2022 to 31 Mar 2023	5.39
01 Apr 2023 to 31 Mar 2024	5.58
01 Apr 2024 Onwards	76.74

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

Note: 45 AUDIT FEES (EXCLUSIVE OF APPLICABLE TAXES) ₹ in Lakhs

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Statutory Auditors	5.00	5.00
Out of Pocket Expenses	1.57	0.96
Total	**6.57**	**5.96**

Note: 46 EARNING PER SHARE (EPS) ₹ in Lakhs

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Net profit/(loss) for the year attributable to equity shareholders (₹ in Lakhs)	1,015.25	1,298.71
Weighted average number of equity shares outstanding	1,81,62,939	1,81,46,500
Basic and diluted earnings per share (face value of ₹ 10 each)	5.59	7.16

47 SEGMENT REPORTING

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

48 The audited GST return for the year ended 31st, March, 2018 is pending for the filling as competent authority has extended the date of filling till 30st, June 2019. The company is in process of reconciling the date of GSTR-2A with GSTR 3B. In the view of management on final reconciliation, the impact will not be material.

49 Hon'ble Supreme Court has pronounced a judgement in February, 2019 making clarification with respect to the definition of Wages for the purpose of Employees Provident Fund contribution. Further petitions have been filed with the Supreme Court seeking additional clarifications and there has been no clarity either from Govt., or from other concerned authorities.

In light of the above, the Company has not made any provision of the same in the financial statements. However, appropriate accounting treatment will be given in its ensuing Financial Statements as and when clarification is received.

50. During the year the Company has given a loan of ₹ 16,809.65 Lakhs (Previous Year ₹16,047.07 Lakhs) and balance outstanding at the year end is ₹14.062.55 Lakhs (Previous Year ₹ 9,966.55 Lakhs) (Maximum Outstanding Balance during the year ₹ 14558.94 Lakhs (Previous Year ₹ 9,966.55 Lakhs) at the rate of 9.75% to a wholly owned NBFC Subsidiary for Business activity at the rate of 9.75% to a wholly owned NBFC Subsidiary. The interest has been charged at the rate not less than Bank rate declared by Reserve Bank of India (RBI). Furthermore Management is also of the opinion that the given loan is in compliance of section 185 and section 186 under Companies Act, 2013.

51 Financial risk management objectives and policies

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

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

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

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

A change in 25 basis points in interest rates would have following impact on profit after tax ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Change in basis point	+25	+25
Effect on profit after tax	(18.54)	(10.24)
Change in basis point	-25.00	-25.00
Effect on profit after tax	18.54	10.24

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

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

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

(B) Credit Risk:

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

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

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

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

₹ in Lakhs

Particulars	Due Ageing			Total
	Upto 6 Months	6 - 12 Months	Above 12 Months	
Trade Receivable				
As at 31st March 31st March, 2019				
Unsecured	983.65	213.91	10.14	1207.7
Gross Total	983.65	213.91	10.14	1207.7
"Provision/Allowance forDoubtful Receivable"	0	0	10.14	10.14
Net Total	**983.65**	**213.91**	**0**	**1197.56**
As at 31st March 31st March, 2018				
Unsecured	636.37	2.34	0.7	639.41
Gross Total	**636.37**	**2.34**	**0.7**	**639.41**
"Provision/Allowance for Doubtful Receivable"	0	0	0.7	0.7
Net Total	**636.37**	**2.34**	**0**	**638.71**

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

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

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

₹ in Lakhs

Particulars	As at March 31, 2019			
	Carrying Amount	< 1 Year/On Demand	2-4 Years	Total
Interest bearing borrowings	6964.15	4834.85	2129.3	6964.15
Trade Payable	31.31	31.31	-	31.31
Other Liabilities	1008.98	1008.98	-	1008.98
Total	**8004.44**	**5875.14**	**2129.3**	**8004.44**
	As at March 31, 2018			
Interest bearing borrowings	6790.95	4249.04	2541.91	6790.95
Trade Payable	12.35	12.35	0	12.35
Other Liabilities	881.07	881.07	0	881.07
Total	**7684.37**	**5142.46**	**2541.91**	**7684.37**

52. Capital risk management

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

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

₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Borrowings	6,964.15	6,790.95
Less: Cash and Cash equivalents	29.92	293.77
Net debt	6,934.23	6,497.18
Equity Share Capital	1,816.29	1,816.29
Other Equity	37,718.79	36,692.60
Total Capital	39,535.08	38,508.89
Capital and net debt	46,469.31	45,006.07
Gearing ratio	14.92%	14.44%

53 AS REQUIRED BY SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 THE FOLLOWING INFORMATION IS DISCLOSED:

Particulars	2018-19	2017-19
Principal and interest amount due and remaining unpaid at the end of the accounting year	21.16	-
Interest paid in terms of section 16 of the MSME Act during the year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
The amount of further interest remaining due & payable in succeeding year, until such interest when the interest dues above are actually paid.	-	-

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

54 Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

₹ in Lakhs

Particulars	As at 31.03.2019		As at 31.03.2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
(i) Financial Assets				
(a) At fair value through profit & Loss				
- Non - Current Investment in Mutual Fund	2,163.91	2,163.91	1,709.84	1,709.84
- Current Investment in Mutual Fund	921.30	921.30	4,506.29	4,506.29
(b) At Amortized Cost				
Investment in Subsidiaries & joint venture	16,168.39	16,168.39	16,168.39	16,168.39
Trade Receivable	1,197.56	1,197.56	638.71	638.71
Others	14,415.35	14,415.35	10,453.32	10,453.32
Total	**34,866.51**	**34,866.51**	**33,476.55**	**33,476.55**
(ii) Financial Liabilities				
(a) At Fair value through Profit & Loss	-	-	-	-
(b) At Amortized Cost				
- Borrowing	6,964.15	6,964.15	6,790.95	6,790.95
- Trade payable	31.31	31.31	12.35	12.35
- Others	1,008.98	1,008.98	881.07	881.07
Total	**8,004.44**	**8,004.44**	**7,684.37**	**7,684.37**

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

1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2) Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

Fair Value hierarchy

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

Level 1 Quoted prices in active markets.

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

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

The following table presents the fair value measurement hierarchy of financial assets and liabilities, which have been measured subsequent to initial recognition at fair value as at 31st March, 2019, 31st March 2018.

₹ in Lakhs

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

₹ in Lakhs

Assets / Liabilities measured at fair value (Accounted)	As at March 31,2018		
	Level 1	Level 2	Level 3
Financial assets			
Investment in Mutual Funds	6,216.13	-	-
Financial liabilities	-	-	-

During the year ended March 31, 2019 and March 31, 2018, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under level 3.

Note: 55 INCOME TAX

(A) Amounts recognized in statement of profit and loss

₹ in Lakhs

Particulars	2018-19	2017-18
Current Income Tax		
-current Year	323.48	447.29
-Adjustment in respect of current income tax of earlier year	14.26	(7.71)
MAT(Credit) Entitlement	(85.41)	(21.18)
Deferred Tax-Relating to origination & reversal of temporary differences	(14.97)	139.6
Income tax expense reported in the statement of profit & loss	**237.36**	**558**

(B) Income tax recognized in other comprehensive income

₹ in Lakhs

Particulars	2018-19	2017-18
Income tax on Re-measurement losses on defined benefit plans	(4.49)	(1.98)
Total	**(4.49)**	**(1.98)**

(C) Reconciliation of effective tax rate

₹ in Lakhs

Particulars	2018-19	2017-18
Accounting profit/(loss) before tax	1,252.61	1,856.71
At Statutory Income Tax rate	364.76	642.57
Change in Rate of tax	(44.59)	-
Fair valuation/ Sale of financial assets and others	(77.32)	(93.92)
Sale of Property Plant & Equipment (Land)	(20.21)	-
Non-deductible expenses	14.73	9.35
Accounting profit/(loss) after tax	1,015.25	1,298.71

56. Related party relationship and transactions Name of the related parties with whom transactions were carried out during the period and description of relationship:-

Subsidiary:
Career Point Edutech Limited
Career Point Infra Limited
Srajan Agritech Private Limited
Srajan Capital Limited
Coupler Enterprises Private Limited
Career Point Institute of Skill Development Pvt. Limited
Gyan Eduventure Private Limited
Career Point Accessories Private Limited

Associate:
Imperial Infin Pvt. Ltd.

Joint Venture:
StudyBoard Education Pvt. Ltd.

Key Management Personnel:
Mr. Pramod Maheshwari (Chairman & Managing Director, CEO)
Mr. Om Prakash Maheshwari (CFO & Whole time Director)
Mr. Nawal Kishore Maheshwari (Whole time Director)
Mr. Pawan Kumar Lalpuria (Independent Director)
Mr. RS Choudhary (Independent Director)
Mr. Vishal Jain (Independent Director)
Mr. Mahesh Gupta (Independent Director)
Mr. Jagdish Prasad Sarda (Independent Director)
Mrs. Neelima Maheshwari (Non Executive Director)
Mr. Tarun Kumar Jain (Company Secretary)

Relative of Key Management Personnel:
Smt. Shilpa Maheshwari (Wife of Director)
Smt. Neelima Maheshwari (Wife of Director)

Enterprise under same Management:
Diamond Business Solutions Private Limited
Swastika Polyolefines Private Limited
Om Prakash Maheshwari (HUF)
Wellwin Technosoft Private Ltd.

Gopi Bai Foundation
Global Public School a unit of Gopi Bai Foundation
Career Point University, Kota
Career Point University, Hamirpur
Proseed Foundation (Career Point Gurukul Mohali)

Table showing transactions with related parties:

₹ in Lakhs

Particulars	During the year ended 31.03.2019	During the year ended 31.03.2018
SALES OF STUDY MATERIAL & STUDENT KIT:		
Enterprises under same Management:		
Career Point University, Hamirpur	32.45	-
Career Point University, Kota	100.42	-
Subsidiary:		
Career Point Edutech Limited	57.61	95.55
Career Point Accessories Private Limited	-	8.33
Gyan Eduventure Private Limited	-	211.29
Enterprises under same Management:		
Gopi Bai Foundation	-	1.29
Proseed Foundation (Career Point Gurukul Mohali)	2.45	-
Global Public School a unit of Gopi Bai Foundation	0.74	-
Service Rendered:		
Career Point University, Kota	201.40	-
Career Point University, Hamirpur	67.58	145.11
Sale of Fixed Assets (Old Furniture)		
Career Point University, Hamirpur	0.67	-
Purchases of Study Material & Student Kit		
Career Point Accessories Private Limited	-	42.15
Gyan Eduventure Private Limited	-	46.25
Interest Income on Loan from :		
Subsidiaries/Joint Venture(JV):		
Career Point Edutech Limited	0.60	0.43
Gyan Eduventure Private Limited	-	4.47
Career Point Accessories Private Limited	-	2.77
Srajan Agritech Private Limited	0.21	1.86
Coupler Enterprises Private Limited	5.82	0.38
Srajan Capital Limited	1,120.83	562.69
StudyBoard Education Private Limited(JV)	0.02	0.90
Career Point Institute of Skill Development Private Limited	-	0.68
Career Point Infra Limited	-	2.21
Enterprises under same Management:		
Gopi Bai Foundation	-	58.05
Career Point University, Kota	-	12.36
Career Point University, Hamirpur	-	3.39
Miscellaneous Income(Rent) :		
Career Point Infra Limited	0.03	0.03
Gyan Eduventure Private Limited	0.03	0.03
Career Point Accessories Private Limited	0.03	0.03
Career Point Edutech Limited	0.03	-
Swastika Polyolefines Private Limited	0.03	0.03

Rent Paid		
Key Management Personnel:		
Mr. Pramod Maheshwari	2.20	2.40
Smt. Neelima Maheshwari	0.55	0.60
Relative of Key Management Personnel:		
Smt. Shilpa Maheshwari	2.75	3.00
Enterprises under same Management		
Diamond Business Solutions Private Limited	12.00	12.00
Gopi Bai Foundation	-	5.50
Om Prakash Maheshwari HUF	2.75	3.00
Interest Expenses on Loan from :		
Subsidiaries:		
Gyan Eduventure Private Limited	6.19	-
Career Point Edutech Limited	0.60	-
Loan & Advances received/(Payment)		
Gyan Eduventure Private Limited	(11.09)	11.09
Remuneration		
Mr. Pramod Maheshwari (Chairman & Managing Director)	33.00	33.00
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	33.00	33.00
Mr. Nawal Kishore Maheshwari (Whole time Director)	33.00	33.00
Mr. Tarun Kumar Jain	9.01	11.34
Director Sitting Fees	0.90	1.31
Shares Purchased:		
Subsidiaries:		
(i) Srajan Capital Limited (Equity)^	-	117.00
Joint Venture:		
(i) Study Board Education Private Limited (Equity)*	-	12.48
^ shares acquired during the year were at premium of ₹ 90 per share.		
* shares acquired during the year were at premium of ₹ 10 per share.		
Outstanding Balances:		
Receivables:		
Career Point University, Hamirpur	-	50.00
Career Point University, Kota	181.20	-
Global Public School a unit of Gopi Bai Foundation	-	1.28
Career point Edutech Limited	4.63	-
Loan & Advances Payables		
Gyan Eduventure Private Limited	-	11.09

Details of Outstanding Guarantee

Corporate Guarantee of ₹ 3500 Lakhs on behalf of loan facility availed by Career Point University, Kota

Corporate Guarantee of ₹ 1260 Lakhs for the Loan facility availed by Career Point Institute of Skill Development Private Limited for specific project.

Table showing transactions with related parties:

Particulars	Loans Given		Loans Recovered		Balance Outstanding		Maximum Balance	
	During the year ended 31.03.2019	During the year ended 31.03.2018	During the year ended 31.03.2019	During the year ended 31.03.2018	As at 31.03.2019	As at 31.03.2018	During the year ended 31.03.2019	During the year ended 31.03.2018
Subsidiaries/Joint Venture(JV):								
(i) Career Point Edutech Limited	110.20	314.12	133.57	290.75	-	23.37	35.63	230.56
(ii) Gyan Eduventre Private Ltd.*	207.65	369.48	196.57	369.48	-	-	-	211.18
(iii) Career Point Accessories Pvt. Ltd.	0.60	47.81	0.60	109.22	-	-	-	70.33
(iv) Srajan Agritech Private Limited	0.49	2.13	23.01	0.19	-	22.52	22.57	22.52
(v) Srajan Capital Limited	16,809.65	16,047.07	12,713.65	9,411.16	14,062.55	9,966.55	14,558.93	9,966.55
(vi) Career Point Institute of Skill Development Private Limited	4.23	20.30	4.23	20.30	-	-	1.81	17.41
(vii) StudyBoard Education Pvt. Ltd.	0.62	4.51	0.62	21.95	-	-	0.52	21.43
(viii) Coupler Enterprises Pvt. Ltd.	124.73	11.97	136.67	0.04	-	11.93	121.04	11.93
(ix) Carrer Point Infra Limited	37.00	112.30	37.00	112.30	-	-	-	89.57
Enterprises under same Management:	-	-	-	-	-	-	-	-
(i) Gopi Bai Foundation	-	2,044.63	-	3,628.04	-	-	-	1,586.41
(ii) Career Point University, Kota	-	317.04	-	637.59	-	-	-	506.74
(iii) Career Point University, Hamirpur	-	116.93	-	241.37	-	-	-	208.84
Total	**17,295.18**	**19,408.30**	**13,245.92**	**14,842.38**	**14,062.55**	**10,024.37**	**14,740.50**	**12,943.47**

Terms and Conditions of Loan given to related parties:

Loans given by the Company to related parties are unsecured and Loan of ₹ 13,045.03 Lakhs repayable on demand and the borrower agrees to repay the loan as and when demanded by the company and Long Term Loan of ₹ 1,017.52 Lakhs . Further the borrower other than Srajan Capital Limited shall pay interest @ 9% (Srajan Capital Limited @ 9.75%) on the principal amount of loan outstanding. Interest will be charged on quarterly basis. The borrower undertakes that they will utilize the entire amount of loan for their business activity.

57. Previous year figures have been regrouped/rearranged/recasted wherever consider necessary to make them comparable with current period.

58. Accounting standards, interpretations and amendments to existing standards that are effective from 1st April , 2019 Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind AS which are effective from 1st April, 2019

1. W.e.f. 1st April 2019 Ind AS 116 Leases will replace existing leases standard, Ind AS 17 Leases. Lessee will follow Single Lease Accounting. There is no classification as operating or finance Lease for lessee. Under Ind AS 116 Lessee will recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Lessee would recognize depreciation expense on the right of use asset and interest expense on the lease liability, classify the 'lease payments into principal and interest component. Management is currently reviewing the operating lease contracts in place to determine the impact of this standard.
2. The following standards or amendments made in below mentioned standards are not expected to have a material impact over financial statements:
   i) Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)
   ii) Ind AS 109 – Prepayment Features with Negative Compensation
   iii) Ind AS 19 – Plan Amendment, Curtailment or Settlement
   iv) Ind AS 23 – Borrowing Costs
   v) Ind AS 28 – Long-term Interests in Associates and Joint Ventures
   vi) Ind AS 103 – Business Combinations and Ind AS 111 – Joint Arrangements

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

Gaurav Lodha
Partner
Membership No: 507462

Place: New Delhi
Date: 20/05/2019

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

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

Place: Kota
Date: 20/05/2019

Independent Auditor's Report

To the Members of Career Point Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Career Point Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group") , joint venture and an associate, comprising the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, joint venture and an associate, the aforesaid consolidated financial statements give the information required by the Companies Act 2013("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its Joint Venture and an Associate as at March 31, 2019, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and their consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Revenue Recognition: - Holding Company (Note no 27 to the accompanying consolidated financial statements)	
For the year ended March 31, 2019 the Company has recognized revenue from contracts with customers amounting to ₹ 10,053.33 Lakhs. Revenue is recognised only when it can be reasonably measured and there exists reasonable certainty of its recovery. Additionally, the application of new revenue accounting standard – Ind AS 115 'Revenue from contracts with customers' involves reassessment of revenue recognition policy and collation of information like disaggregated revenue from disclosure purpose. Revenue represents a significant line item in the Statement of Profit & loss account and also a key indicator of business performance. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue is misstated.	**Our audit procedures included the following:** ■ Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers. ■ Understood, evaluated and tested the key controls implemented by the Company in relation to revenue recognition and discounts. ■ Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions. ■ Performed sample tests of individual service transaction and verified services invoices and other related documents of such samples. Further, in respect of such samples checked that the revenue has been recognized as per the accounting policy. ■ Performed cut off procedures on sample basis for revenue transactions made to ensure correctness of period of revenue recognition ■ Tested the calculations related to discounts and other supporting documents on test check basis.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during

the course of 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.

Other Matters

We did not audit the financial statements of eight (8) subsidiaries, whose financial statements reflect total assets as at 31st March 2019 of ₹ 40,955.63 lakhs, net assets as at 31st March 2019 of ₹ 21,106.97 lakhs, total revenues of 4185.86 lakhs for the year ended 31st March 2019, net cash outflow of ₹ 19.31 lakhs, total profit after tax of ₹ 1395.05 lakhs for the year ended 31st March 2019 as considered in the consolidated financial statement. The consolidated financial statement include the Company's share of net Profit of ₹ 1.81 lakhs and total comprehensive income/(loss) of ₹ (1.14) lakhs for the year ended March 31, 2019 as considered in the consolidated financial statement, in respect of associate & joint venture whose financial statement have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of the subsidiary company, joint venture and an associate and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary company, joint venture and an associate is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group, it's Joint Venture and an Associate in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group , it's Joint Venture and an Associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, its Joint Venture and an Associate for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group, it's Joint Venture and an Associate are responsible for assessing the ability of the Group, it's Joint Venture and an Associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group, it's Joint Venture and an Associate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group, it's Joint Venture and an Associate are also responsible for overseeing the financial reporting process of the Group, it's Joint Venture and an Associate.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company has adequate internal financial controls systems in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, it's Joint Venture and an Associate to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group, it's Joint Venture and an Associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial

statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, it's Joint venture and an Associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and the consideration of the reports of other auditors on separate financial statements of subsidiary companies, joint venture and associate incorporated in India, referred in the Other Matters paragraph above, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, a joint venture and an associate company incorporated in India, none of the directors of the Group Companies, it's Joint Venture and an Associate Company incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's report of Holding, Subsidiary companies, joint venture and associate companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group, its Joint Venture and an Associate.

   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,

   g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
      i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, it's Joint Venture and an Associate. Refer Note-36 to the Consolidated Financial Statements.
      ii. The Group, it's Joint Venture and an Associate did not have any material foreseeable losses on long-term contracts including derivative contracts.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group, it's Joint Venture and an Associate incorporated in India.

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

Gaurav Lodha
Partner
(Membership No. 507462)

Place: New Delhi
Date: May 20, 2019

ANNEXURE `A'TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Career Point Limited on the consolidated Ind AS Financial statements for the year ended March 31, 2019)

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

In conjunction with our audit of the Consolidated Ind AS financial statements of the Company as of and for the year ended 31 March 2019, we have audited the internal financial control over financial reporting of Career Point Limited ("the Holding Company") and its subsidiaries (the Holding company and its subsidiaries together referred to as "the Group"), joint venture and an associate which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company, its subsidiary companies, its joint venture and its associate, which are companies incorporated in India, internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence, we have obtained and the audit evidence obtained by the other auditors in term of their reports referred to in the other matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of other auditors referred to in the Other matters paragraph below, the Holding Company, its subsidiary companies, joint venture and associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March,2019, 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.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to the 8 subsidiaries Companies, joint venture and an associate company, is based on the corresponding reports of the auditors of such companies incorporated in India.

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

Gaurav Lodha
Partner
(Membership No. 507462)

Place: New Delhi
Date: May 20, 2019

Career Point Limited
Consolidated Balance Sheet as at 31.03.2019
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	2	11,375.68	11,367.94
(b) Capital work-in-progress		224.29	210.34
(c) Investment Property	2A	7,519.26	6,899.32
(d) Other intangible assets	2B	0.28	2.93
(e) Financial Assets			
(i) Investments	3	2,993.33	1,804.42
(ii) Loans	4	6,486.52	7,269.39
(iii) Other Financial Assets	5	133.94	133.30
(f) Other non-current assets	6	539.69	464.90
Total Non Current Assets		**29,272.99**	**28,152.54**
(2) Current Assets			
(a) Inventories	7	244.02	345.26
(b) Financial Assets			
(i) Investments	3	941.81	4,783.69
(ii) Trade receivables	8	5,130.83	4,521.06
(iii) Cash and Cash Equivalents	9	757.10	1,040.26
(iv) Bank Balances Other than (iii) above	10	71.74	1.73
(v) Loans	11	16,242.96	13,062.63
(vi) Others	12	84.51	1.99
(c) Other current assets	13	148.25	18.93
(d) Current tax assets (Net)	14	7.01	-
Total Current Assets		23,628.23	23,775.55
TOTAL ASSETS		**52,901.22**	**51,928.09**
EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity Share Capital	15	1,816.29	1,816.29
(b) Other Equity	16	40,998.22	38,576.26
Total Equity		42,814.51	40,392.55
NON CONTROLING INTEREST		**11.76**	**12.88**
LIABILITIES			
(2) Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	2,555.51	2,961.91
(b) Provisions	18	121.64	113.67
(c) Deferred Tax Liabilities(Net)	19	538.77	556.83
(d) Other non current liabilities	20	-	121.35
Total Non Current Liabilities		**3,215.92**	**3,753.76**
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	4,478.92	5,498.40
(ii) Trade payables	22		
-Micro & Small Enterprises		21.72	-
-Other than Micro and Small enterprises		16.03	34.03
(iii) Other Financial liabilities	23	1,555.15	1,411.96
(b) Other Current Laibilities	24	682.46	725.28
(c) Provisions	25	5.58	4.62
(d) Current Tax Liabilites (Net)	26	99.17	94.61
Total Current Liabilities		**6,859.03**	**7,768.90**
TOTAL EQUITY AND LIABILITIES		**52,901.22**	**51,928.09**

Company Overview, Basis of preparation and Significant accounting policies
The accompanying notes are an integral part of the financial statements

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

Gaurav Lodha
Partner
Membership No: 507462

Place: New Delhi
Date: 20/05/2019

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

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

Place: Kota
Date: 20/05/2019

Career Point Limited
Consolidated Statement of Profit and Loss for the YEAR ENDED on 31.03.2019
CIN: L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	For the year ended 31.03.2019	For the Year ended 31.03.2018
REVENUE			
Revenue from operations	27, 28	10,053.33	8,959.22
Other Income	29	652.88	1,069.87
Total Revenue		**10,706.21**	**10,029.09**
EXPENSES			
Cost of materials consumed	30	412.81	744.73
Change in Inventories	31	121.50	(183.38)
Employee benefits expense	32	3,855.54	3,431.34
Finance costs	33	641.96	654.96
Depreciation and amortization expense	34	445.90	460.41
Other expenses	35	2,057.13	1,910.53
Total Expenses		**7,534.84**	**7,018.59**
Profit/(Loss) before share of profit/(loss) of an associate/joint venture		**3,171.37**	**3,010.50**
Share of profit/(loss) of an associate or joint venture		1.81	(6.25)
Profit before exceptional items and tax		**3,173.18**	**3,004.25**
Exceptional items		**-**	
Profit before tax		**3,173.18**	**3,004.25**
Tax expense:			
(1) Current tax		842.01	750.42
(2) MAT Credit		(93.89)	(60.79)
(3) Deferred tax liability / (asset)		(3.95)	107.47
(4) Earlier Years Tax		16.16	(13.72)
Total Tax		**760.33**	**783.38**
Profit/ (Loss) after tax for the year		**2,412.85**	**2,220.87**
Net Profit/(loss) attributable to			
(a) Owner of the Parent		2,413.97	2,219.00
(b) Non controlling interests		(1.12)	1.87
Profit carried to Balance Sheet		**2,413.97**	**2,219.00**
Other Comprehensive Income			
Items that will not be reclassified to P & L Account		12.49	20.37
Income tax related to items not classified to P & L account		(4.49)	(1.98)
Items that will be classified to P & L Account		-	-
Income tax related to items that will be classified to P & L account		-	-
Total Other Comprehensive Income		**8.00**	**18.39**
Total Comprehensive Income for the Year		**2,420.85**	**2,239.26**
Other Comprehensive Income attributable to			
(a) Owners of the Parent		8.00	18.39
(b) Non Controlling interest		-	-
Total Comprehensive Income attributable to			
(a) Owners of the Parent		2,421.97	2,237.39
(b) Non Controlling interest		(1.12)	1.87
Earnings per equity share before extraordinary items:			
(1) Basic		13.29	12.23
(2) Diluted		13.29	12.23

Company Overview, Basis of preparation and significant accounting policies

The accompanying notes are an integral part of the Financial Statements.

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Gaurav Lodha
Partner
Membership No: 507462

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

Place: New Delhi
Date: 20/05/2019

Place: Kota
Date: 20/05/2019

Career Point Limited
Cash Flow Statement for the Year Ended March 31, 2019
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars			For the year ended March 31, 2019		For the Year ended March 31, 2018
A.	**Cash Flows from Operating Activities**				
	Profit/(Loss) Before Taxation		3,173.18		3,004.25
	Adjustments for:				
	Depreciation and Amortisation Expenses	445.90		460.41	
	Short/Long Term Capital Gain on shares/assets	(208.27)		(348.63)	
	Interest Income	(189.51)		(623.22)	
	Interest expense	641.96		654.96	
	Profit on sale of Property, Plant & Equipments	(223.09)		(56.31)	
	Provisions for employee stock option schemes and other non-current employee benefit	-		2.77	
	Provision for Doubtful Advances	9.43		0.03	
	Contingent Provision for Substandard Assets	6.29		24.26	
	Bad debts written off	1.55		0.78	
	Provision for Gratuity	23.32	507.58	25.14	140.19
	Operating Profit before Working Capital Changes		**3,680.76**		**3,144.44**
	(Increase)/Decrease in Trade Receivables	(609.77)		(518.71)	
	(Increase)/Decrease in Inventories	101.24		7,296.11	
	(Increase)/Decrease in others Assets	(292.61)		153.32	
	Increase/(Decrease) in Liabilities	(24.40)	(825.54)	364.39	7,295.11
	Cash generated from operations		**2,855.22**		**10,439.55**
	Direct taxes paid		(860.62)		(693.92)
	Net Cash from Operating Activities		**1,994.60**		**9,745.63**
B.	**Cash Flow from Investing Activities**				
	Sale of Property Plant & Equipment, Investment Property and Intangible assets	528.11		150.81	
	Interest & Dividend Received	188.47		623.22	
	Purchase of Property Plant & Equipment, Investment Property and Intangible assets (including CWIP)	(1,389.90)		(622.75)	
	Loans given	(2,397.46)		(6,050.52)	
	Sale/(Purchase) of Investment (net)	2,861.23		1,323.69	
	Net Cash (used in)/ from Investing Activities		**(209.55)**		**(4,575.55)**
C.	**Cash Flows from Financing Activities**				
	Proceeds from equity shares issue	-		36.25	
	Proceeds/(Repayment) of Borrowings (Net)	(1,425.88)		(4,277.35)	
	Interest paid	(642.33)		(720.74)	
	Net Cash from Financing Activities		**(2,068.21)**		**(4,961.84)**
	Net increase/(decrease) in cash and cash equivalents (A + B + C)		**(283.16)**		**208.24**
	Cash & Cash Equivalents at beginning of the period		**1,040.26**		**832.02**
	Cash and Cash Equivalents at end of the period (Refer Note No. 9)		**757.10**		**1,040.26**

Sub Note:

1. Changes in Liabilities arising from financing activities

Particulars	Balance as at 31st March 2018	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31st March 2019
Proceeds/(Repayment) of Borrowings (Net)	8,460.31	(1,425.88)	-	7,034.43
Total	**8,460.31**	**(1,425.88)**	**-**	**7,034.43**

Particulars	Balance as at 31st March 2017	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31st March 2018
Proceeds/(Repayment) of Borrowings (Net)	12,737.66	(4,277.35)	-	8,460.31
Total	**12,737.66**	**(4,277.35)**	**-**	**8,460.31**

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

As per our report of even date

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

Gaurav Lodha
Partner
Membership No: 507462

Place: New Delhi
Date: 20/05/2019

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

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

Place: Kota
Date: 20/05/2019

Career Point Limited
Consolidated Statement of changes in Equity as at 31.03.2019
CIN: L72200RJ2000PLC016272

EQUITY SHARE CAPITAL **₹ in Lakhs**

Particulars	Balance As at 1st April, 2017	Changes during year 2017-18	Balance As at 31st March, 2018	Changes during year 2018-19	Balance As at 31st March, 2019
ISSUED, SUBSCRIBED AND PAID UP					
1,81,62,939 (at 31st March,2018 =1,81,62,939 and as at 1st April, 2017=1,81,32,939) Equity shares of 10 each.	1,813.29	3.00	1,816.29	-	1,816.29
Total	**1,813.29**	**3.00**	**1,816.29**	**-**	**1,816.29**

STATEMENT OF CHANGE IN OTHER EQUITY **₹ in Lakhs**

Particulars	RESERVE & SURPLUS							
	Share Option outstanding account	Capital Reserve	Securities Premium Reserve	General Reserve	Statutory Earning	Retained earnings	Other Comprehensive Income that will not be reclassified to profit or loss	Remark
Balance as at 01.04.2017	18.27	0.60	17,154.32	86.58	31.39	19,006.69	5.02	36,302.87
Profit during the Year	-	-	-	-	-	2,219.00	-	2,219.00
Security Premium on Issue of equity share (ESOP) during the Year	(8.58)	-	41.83	-	-	-	-	33.25
Amount Recorded on Grants/ modifications/cancellations of ESOP during the year	2.75	-	-	-	-	-	-	2.75
Transfer to Statutory Reserve	-	-	-	-	50.44	(50.44)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	3.75	3.75
Share of Associate OCI	-	-	-	-	-	-	14.64	14.64
Balance as at 31.03.2018	**12.44**	**0.60**	**17,196.15**	**86.58**	**81.83**	**21,175.25**	**23.41**	**38,576.26**
Profit during the Year	-	-	-	-	-	2,413.97	-	2,413.97
Transfer to Statutory Reserve	-	-	-	-	145.87	(145.87)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	10.94	10.94
Share of Associate OCI	-	-	-	-	-	-	(2.95)	(2.95)
Balance as at 31.03.2019	**12.44**	**0.60**	**17,196.15**	**86.58**	**227.70**	**23,443.35**	**31.40**	**40,998.22**

The accompanying notes are intergal part of these financials statements.

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

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Gaurav Lodha
Partner
Membership No: 507462

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

Place: New Delhi
Date: 20/05/2019

Place: Kota
Date: 20/05/2019

Note: 1 GROUP OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

Note:1 Group Overview, Basis of Preparation and Significant Accounting Policies

1.1 Group Overview

The Group, Career Point Limited (Parent) and its subsidiaries and Joint venture, is engaged in providing Education service which inter alia include education consultancy, Management services, Tutorial services and Residential Hostel services and leasing, providing educational and non- educational loans.

These Consolidated Financial Statements were approved and adopted by board of directors of the Company in their meeting held on May 20, 2019.

1.2 Statement of Compliance

The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.The figures of previous year have been restated, regrouped, reclassified whereever required to comply with the requirement of Ind AS and Schedule III.

1.3 Principal of consolidation

The consolidated Financial Statements relate to the Group, associate and joint venture. Subsidiary are those entities in which the Parent directly or indirectly, has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities. The consolidated Financial Statements have been prepared on the following basis:-

a) The Financial Statements of the subsidiaries are combined on a line-by–line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 –'Consolidated Financial Statements' notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time.

b) Interest in joint venture and associate are consolidated using equity method as per IND AS 28 – 'Investment in Joint Ventures and Associates'. Under the equity method, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the Group investment in the joint venture and associate.

c) The difference between the cost of investment and share of net assets at the time of acquisition of shares in the subisiaries is identified in the Financial Statements as goodwill or capital reserve as the case may be

d) The Consolidated Financial Statements (CFS) comprises the Financial Statements of Career Point Limited (CPL) and its following Subsidiaries, associates and Joint Venture as on March 31, 2019.

Name of the Company	Nature	Country of Incorporation	% of Shareholding & Voting Power
Career Point Infra Limited#	Subsidiary	India	100%
Career Point Edutech Limited#	Subsidiary	India	100%
Gyan Eduventure private Limited#	Subsidiary	India	100%
Career Point Accessories Pvt. Limited	Subsidiary	India	60%
Srajan Capital Limited#	Subsidiary	India	100%
Career Point institute of Skill Development Pvt. Ltd.#	Subsidiary	India	100%
Imperial Infin Pvt. Ltd.	Associate	India	42.74%
Study Board Education Pvt. Ltd.	Joint Venture	India	50%
Srajan Agritech Pvt. Ltd.*	Subsidiary	India	100%
Coupler Enterprises Pvt. Ltd.*	Subsidiary	India	100%

* A Subsidiary of Career Point Infra Limited

Includes shares held by beneficial shareholders

e) Significant Accounting Policies of the Financial Statements of the company and its subsidiaries are set out in their respective Financial Statements.

Note: 2 PROPERTY, PLANT AND EQUIPMENT ₹ in Lakhs

Particulars	Land (leasehold)	Building	Plant & Machinery	Furniture & Fixtures	Computer	Office Equipment	Vehicle	Total
Gross carrying value:								
As at 01.04.2017	**1,037.07**	**9,003.53**	**5.10**	**899.77**	**12.10**	**57.40**	**72.33**	**11,087.30**
Additions	290.05	807.60	-	56.78	8.18	-	7.93	1,170.54
Disposal/ adjustments			-	3.57			-	3.57
As at 01.04.2018	**1,327.12**	**9,811.13**	**5.10**	**952.98**	**20.28**	**57.40**	**80.26**	**12,254.27**
Additions/reclassification *	268.53	77.42	-	36.05	8.02	6.94	14.96	411.92
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	**1,595.65**	**9,888.55**	**5.10**	**987.68**	**28.30**	**64.34**	**95.22**	**12,664.84**
Accumulated depreciation/ impairment:								
As at 01.04.2017	**20.87**	**173.23**	**4.82**	**239.51**	**1.92**	**10.36**	**16.61**	**467.32**
Depreciation	20.87	186.32	0.28	177.56	8.39	13.65	14.56	421.63
Disposal/ adjustments				2.62				2.62
As at 31.03.2018	**41.74**	**359.55**	**5.10**	**414.45**	**10.31**	**24.01**	**31.17**	**886.33**
Depreciation	20.87	188.04	-	155.32	6.14	18.55	15.26	404.18
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	**62.61**	**547.59**	**5.10**	**568.42**	**16.45**	**42.56**	**46.43**	**1,289.16**
Net carrying value								**-**
As at 31.03.2018	1,285.38	9,451.58	-	538.53	9.97	33.39	49.09	11,367.94
As at 31.03.2019	1,533.04	9,340.96	-	419.26	11.85	21.78	48.79	11,375.68
Capital work-in-progress								
As at 31.03.2018								210.34
As at 31.03.2019								224.29

* including ₹ 268.53 Lakhs reclassified from Investment Properties

The Company has elected to measure the items of Property, Plant & Equipment at their Previous GAAP carrying value at the date of transition to IND AS.

Building and CWIP include Building and CWIP on Leasehold Land.

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

Include Built on land owned by related party. Gross Block of ₹ 7,873.62 Lakhs Net Block ₹ 7,535.98 Lakhs

Note: 2A INVESTMENT PROPERTIES ₹ in Lakhs

Particulars	Building	Land (Freehold)	Land (Leasehold)	Total
Gross carrying value:				
As at 01.04.2017	**703.79**	**3042.04**	**3266.26**	**7,012.09**
Additions		22.97	31.31	54.28
Disposal/ adjustments			93.56	93.56
As at 01.04.2018	**703.79**	**3,065.01**	**3,204.01**	**6,972.81**
Additions	195.58	1,000.55	36.43	1,232.56
Disposal/ adjustments /reclassification	-	268.53	314.76	583.29
As at 31.03.2019	**899.37**	**3,797.03**	**2,925.68**	**7,622.08**
Accumulated depreciation:				
As at 01.04.2017	**10.05**		**25.49**	**35.54**
Depreciation	10.05		27.90	37.95
Deletion				-
As at 01.04.2018	**20.10**	**-**	**53.39**	**73.49**
Depreciation	10.86	-	28.21	39.07
Deletion	-	-	9.74	9.74
As at 31.03.2019	30.96	-	71.86	102.82
Net carrying value				
As at 31.03.2018	683.69	3,065.01	3,150.62	6,899.32
As at 31.03.2019	868.41	3,797.03	2,853.82	7,519.26

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

₹ in Lakhs

Fair Value	Amount
at 31st March, 2018	**11,997.30**
at 31st March, 2019	**12,384.05**

Note: 2B OTHER INTANGIBLE ASSETS ₹ in Lakhs

Particulars	Trademark	Software	Total
Gross carrying value:			
As at 01.04.2017	**0.21**	**14.47**	**14.68**
Additions	-	-	-
Disposal/ adjustment	-	-	-
As at 31.03.2018	**0.21**	**14.47**	**14.68**
Additions	-	-	-
Disposal/ adjustment	-	-	-
As at 31.03.2019	**0.21**	**14.47**	**14.68**
Accumulated amortization and impairment:			
As at 01.04.2017	**-**	**10.92**	**10.92**
Amortization	-	0.83	0.83
Disposal/ adjustment	-	-	-
As at 31.03.2018	**-**	**11.75**	**11.75**
Amortization	-	0.19	0.19
Disposal/ adjustment	-	(2.46)	(2.46)
As at 31.03.2019	**-**	**14.40**	**14.40**
Net carrying value			
As at 31.03.2018	0.21	2.72	2.93
As at 31.03.2019	0.21	0.07	0.28

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

Note: 3 NON CURRENT INVESTMENTS ₹ in Lakhs

Particulars	No. of Shares/units end of current reporting period	As at 31.03.2019	No. of Shares/units end of current reporting period	As at 31.03.2018
A. Trade Investments				
1. Investment in Equity Instruments a) Joint-Venture -Unquoted 117,494 shares of ₹ 10 each fully paid up in Study Board Education Pvt. Ltd.	1,17,494	3.70	1,17,494	6.29
b) Associate Equity Shares of Imperial Infin Private Ltd. (Unquoted) 34,000 shares of ₹ 100/- each	34,000	89.56	34000	88.3
TOTAL(a)		**93.26**		**94.59**
Investment in Mutual Fund- Classified as FVTPL (Quoted)				
UTI Fixed Term Income Fund (XXVI-V) 1160days*	30,00,000	349.86	30,00,000	325.38
UTI Fixed Term Income Fund (XXVIII-XIII) 1134days*	40,00,000	422.19	40,00,000	401.25
UTI Fixed Term Income Fund (XXVIII-X) 1153days*	30,00,000	315.92	30,00,000	302.52
DSP Blackrock Income Opportunity Fund%#	19,49,934	547.27	19,49,934	557.90
UTI FTIF Series XXIII-II (1100 days)	-	-	10,00,000	122.78
UTI FTIF series XXX-V (1135 days)@	20,00,000	213.52	-	-
RELIANCE FIXED HORIZON FUND XXXVI SERIES 2*	30,00,000	320.06	-	-
UTI FTIF SERIES XXX-I (1104 DAYS)*	20,00,000	208.61	-	-
TOTAL(b)		**2,377.43**		**1,709.83**
Investment in Debentures(Quoted)				
Listed Debentures-CITI Bank(Face Value 4,99,42240)@	496	522.64	-	-
TOTAL (C)		**522.64**		**-**
TOTAL(a+b+c)		**2,993.33**		**1,804.42**

Note: 3 CURRENT INVESTMENTS ₹ in Lakhs

Particulars	No. of Shares/units end of current reporting period	As at 31.03.2019	No. of Shares/units end of current reporting period	As at 31.03.2018
CURRENT INVESTMENTS				
Classified as FVTPL (Quoted)				
Tata Income Fund Appreciation Option- Bonus	-	-	4,58,822.52	240.46
Reliance Fixed Horizon Fund Series 11	-	-	89,00,000.00	1,301.75
Reliance Fixed Horizon Fund XXXVI SERIES 2	-	-	30,00,000.00	304.21
ICICI Prudential Banking & PSU Debt Fund*	43,40,695.00	921.30	-	-
Reliance Dynamic Bond Fund Growth	-	-	38,43,616.00	890.95
Birla Sunlife Balanced Fund 95	-	-	3,138.34	11.44
UTI Transportation & Logistic Fund	-	-	24,501.34	14.04
ICICI Prudential Banking & PSU Debt Fund	-	-	43,40,695.00	867.18
Birla Sunlife Dynamic Bond Fund	-	-	3,80,89,564.00	1,142.20
ICICI Pruential Balanced Fund	-	-	13,054.82	11.46
UTI Treasury advantage fund$	795.50	20.51	-	-
Total		**941.81**		**4,783.69**

Pledged against Overdraft Facility taken from Deutsche Bank (Refer Sub note No. 21(a)).

* Pledged against loan payable on demand from Barclays Bank.(Refer Sub note No. 21(b)).

@ Pledged against loan taken from Barclays Investment and Loans(India) Pvt. Limited.(Refer Sub note No. 21(e)).

$ Pledged to Swastika Commodities Pvt. Ltd. as a margin money.

Subnote ₹ in Lakhs

Particulars (Current + Non-Current)	As at 31.03.2019	As at 31.03.2018
Aggregate Carrying amount of unquoted Investments and others	93.26	94.59
Aggregate Market value of quoted Investments	3,841.88	6,493.52

Note: 4 NON CURRENT LOANS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Loan receivables considered good secured (refer sub-note)#	6,349.83	7,078.61
Loan receivables considered good Unsecured *	136.69	190.78
Total	**6,486.52**	**7,269.39**

* including Loans to Related Party (Refer Note No. 46)

Sub-Note :-

1) Secured Loan given to customers are secured by :
   a) Equitable mortage of property and /or
   b) Personal Gaurantee and/or
   c) Post dated cheques

Note: 5 OTHER FINANCIAL ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Bank Deposits with remanning maturity of more than 12 months*	51.26	66.19
Security Deposits	82.68	67.11
Total	**133.94**	**133.30**

* ₹ 37.50 Lakhs guarantee given to Tribal Affairs Department, Govt. of Madhya Pradesh and balance for others against margin money for bank guarantee.

Note: 6 OTHER NON CURRENT ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Capital Advances - Unsecured, considered good	94.68	110.70
Deposit/Balance with Authorities	445.01	267.56
Total	**539.69**	**378.26**

Note: 7 INVENTORIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
i) Raw Material	12.15	10.57
ii) Finished Goods	213.19	334.69
iii) Securities (Shares)	18.68	-
Total	**244.02**	**345.26**

Sub note:

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

Raw Material and Finished Goods contains Publication Material (Paper), and Other Items and Printed Material (Books) respectively. Inventory consists of various types of books and other items, including securities, therefore item wise break-up of the same is not given.

Note: 8. TRADE RECEIVABLES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
- Unsecured		
Considered good*	5,130.83	4,521.06
Credit impaired	10.14	0.70
	5,140.97	4,521.76
Less: Allowance for impairement Loss allowance	10.14	0.70
Total	**5,130.83**	**4,521.06**

* including Trade Receivables from Related Party (Refer Note No.46)

Note: 9 CASH AND CASH EQUIVALENTS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Cash and Bank Balances		
Cash on Hand	19.17	48.970
Balances with Banks	737.93	991.290
Total	**757.10**	**1,040.26**

Note: 10 OTHER BANK BALANCES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Fixed Deposits (Lien with Banks)*	119.72	66.44
Less: Amount disclosed under Other Non Current Assets	49.46	66.19
Total (a)	70.26	0.25
Earmarked Balances with Banks		
Unclaimed Dividend	1.48	1.48
Total (b)	1.48	1.48
Total (a+b)	**71.74**	**1.73**

* ₹ 54.22 Lakhs in favour of gurarantee given to DDU-GKY and balance for other against margin money for bank guarantee

Note: 11 CURRENT LOANS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Balance with revenue authority	1.84	0.07
Loan receivables considered good secured (refer sub-note)#	11,720.01	10,195.26
Loan receivables considered good Unsecured *	4,521.11	2,867.30
Total	**16,242.96**	**13,062.63**

* including Loans to Related Party (Refer Note No. 46)

 # Sub-Note :-

1) Secured Loan given to customers are secured by :
   a) Equitable mortage of property and /or
   b) Personal Gaurantee and/or
   c) Post dated cheques

Note: 12 OTHER FINANCIAL ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Interest Accured	1.19	0.15
Advance recoverable in cash or kind	83.32	1.84
Total	**84.51**	**1.99**

Note: 13 OTHER CURRENT ASSETS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Deposit with Authorities	17.81	5.22
Other (DDUGKY)*	116.01	-
Advances to Employees	4.13	4.44
Advance given to parties	10.30	9.27
Total	**148.25**	**18.93**

* Refer Note No.-38

Note: 14 CURRENT TAX ASSETS (NET) ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Current Tax Assets	7.01	2.15
Total	**7.01**	**2.15**

Note: 15 SHARE CAPITAL ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Authorised:		
2,50,00,000 (at 31st March, 2018 = 2,50,00,000) Equity Shares of ₹10 each	2,500.00	2,500.00
Issued, Subscribed and Paid up:		
1,81,62,939 (at 31st March, 2018 = 1,81,62,939) Equity Shares of ₹10 each	1,816.29	1,816.29
Total	**1,816.29**	**1,816.29**

Sub Note:

a) RECONCILIATION OF NUMBER OF SHARES

₹ in Lakhs

Particulars	No. of shares as at 31.03.2019	No. of shares as at 31.03.2018
Opening number of equity shares	1,81,62,939	1,81,32,939
Additions during the year	-	30,000
Closing number of equity shares	1,81,62,939	1,81,62,939

(b) Rights, preferences and restrictions attached to shares:

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

(c) Details of shares held by each shareholder holding more than 5% shares of the aggregate shares in the Company:

	As at 31.03.2019		As at 31.03.2018	
Name of shareholder	No. of shares	% held	No. of shares	% held
Mr. Pramod Kumar Maheshwari	19,51,654	10.75	16,69,279	9.19
Mr. Om Prakash Maheshwari	13,86,300	7.63	13,86,300	7.63
Mr. Nawal Kishore Maheshwari	13,85,800	7.63	13,85,800	7.63
Mr. Gulab Chand Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Kailash Bai	13,39,500	7.37	13,39,500	7.37
Mrs. Shilpa Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Rekha Maheshwari	13,39,500	7.37	13,39,500	7.37
Mrs. Neelima Maheshwari	13,39,500	7.37	13,39,500	7.37

(d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting period.

The company has issued equity share 30,000 of ₹ 10 each fully paid up during the financial years 2017-18 , on exercise of options granted under the employee stock option plans wherein part consideration was received in form of employee services.

(e) No Class of shares have been bought by the company during the period of five years immediately preceding the reporting period.

Note: 16 OTHER EQUITY ₹ in Lakhs

Particulars	Share Option outstanding account	Capital Reserve	Securities Premium	General Reserve	Statutory Reserve	Retained earnings	Other Comprehensive Income that will not be reclassified to profit or loss	Remark
Balance as at 31.03.2017	**18.27**	**0.60**	**17,154.32**	**86.58**	**31.39**	**19,006.69**	**5.02**	**36,302.87**
Profit during the Year	-	-	-	-	-	2,219.00	-	2,219.00
Security Premium on Issue of equity share (ESOP) during the Year	(8.58)	-	41.83	-	-	-	-	33.25
Amount Recorded on Grants/ modifications/cancellations of ESOP during the year	2.75	-	-	-	-	-	-	2.75
Transfer to Statutory Reserve	-	-	-	-	50.44	(50.4)		-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	3.75	3.75
Share of Associate OCI	-	-	-	-	-	-	14.64	14.64
Balance as at 31.03.2018	**12.44**	**0.60**	**17,196.15**	**86.58**	**81.83**	**21,175.25**	**23.41**	**38,576.26**
Profit during the Year	-	-	-	-	-	2,413.97	-	2,413.97
Transfer to Statutory Reserve	-	-	-	-	145.87	(145.87)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	10.94	10.94
Share of Associate OCI	-	-	-	-	-	-	(2.95)	(2.95)
Balance as at 31.03.2019	**12.44**	**0.60**	**17,196.15**	**86.58**	**227.70**	**23,443.35**	**31.40**	**40,998.22**

Nature of Reserves

General Reserve amount transferred /apportioned represents is in accordance with Indian Corporate law (The Companies Act,1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.

Other Comprehensive Income Rerserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into i) Items that will not be reclassified to profit & loss ii) item that will be reclassified to profit & loss.

The balance consists of surplus retained from earned profits after payment of dividend and taxes thereon. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Balance of Security Premium Reserve consists of premium on issue of shares over its face value. The balance will be utilised for issue of fully paid bonus shares, buy-back of Company's own share as per the provisions of the Companies Act 2013.

The company has an equity-settled share-based payment plans for certain category of employees of the company, Refer Note No. 39 Of consolidated Financial Statements

Note: 17 NON CURRENT -BORROWINGS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Secured Loan		
From Banks*	3,061.38	3,071.90
Total (a)	**3,061.38**	**3,071.90**
Current maturity of long term borrowings (Refer Note No. 23)	505.87	529.99
Total (b)	**505.87**	**529.99**
Total (a-b)	**2,555.51**	**2,541.91**
Loan from others	**-**	**420.00**
Total	**2,555.51**	**2,961.91**

Sub note:

(a) Working Capital Term Loan (Kotak Bank) of ₹212.36 Lakhs @ 9.05% p.a.(6 months MCLR+ .25%)payable by September, 2020 and ₹ 172.81 Lakhs @ 9.10 % p.a.(6 months MCLR+.30%) payable by October, 2021. Both the loans are secured against the primary security having first charge on current assets(Present and future) and having Collateral Security on Plot No.23, Shubham Enclave, C-Scheme, Jaipur.

(b) Term Loan (Indusind Bank) of ₹ 2250 Lakhs @ 9.65% p.a.(3 months MCLR+.25%) payable by March 2024 . The loan is secured against the Security on Plot No. E-8 (I) Road No. 1, IPIA, Kota. Loan is repayable in 20 quarterly installment, 4 installments of ₹75 lakhs, 4 installments of ₹ 87.5 lakhs, 4 installments of ₹100 lakhs, 4 installments of ₹125 lakhs and 4 installments of ₹175 lakhs.

(c) Secured loan (NSDC) of ₹ 426.21 Lakh @ 6% p.a payable in 16 equally quarterly installment for specific project i.e. for capital expenditure on setting up of centres. Collateral Security:

- First charge on assets of the project
- First charge on cash flows of the project
- Charge on IP of the project till the loan is repaid
- Pledge of 51% equity shares of the Project Implementing Company.

The Holding Company has given Corporate Guarantee of ₹ 1260 lakhs for the loan facility availed (Additional Collateral Security).

Note: 18 PROVISIONS **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Employees Benefits		
- Gratuity	69.65	67.97
Contingent provision against standard assets	51.99	45.70
Total	**121.64**	**113.67**

Note: 19 DEFERRED TAX ASSET/LIABILITIES (NET) **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Deferred Tax Asset		
Disallowance as per Income Tax Act	115.79	132.68
Others	-	42.79
Gross Deferred Tax Assets	**115.79**	**175.47**
Deferred Tax Liability		
Disallowance on account of Depreciation and others	956.98	979.32
Fair Valuation of Financial Instruments	76.12	116.80
Others	4.49	0.61
Gross Deferred Tax Liability	**1,037.59**	**1,096.73**
MAT Credit Entitlement	**383.03**	**364.43**
NET DEFEERED TAX ASSETS/(LIABILITIES)	**538.77**	**556.83**

Note: 20 OTHER NON CURRENT LIABILITIES **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Income Received in advance	-	121.35
Total	**-**	**121.35**

Note: 21 SHORT TERM BORROWINGS **₹ in Lakhs**

Particulars	As at 31.03.2019	As at 31.03.2018
Loan - Secured		
From Bank (Overdraft Facility)	2,755.95	3,406.07
From Others (Repayable on Demand)	1,712.99	2,071.33
Loan - Unsecured*	9.97	21.03
Total	**4,478.92**	**5,498.40**

(a) Overdraft facility from Bank of ₹ 425.92 Lakhs @8.85%(1 month MCLR+.10%) against the security of FMP of ₹ 500.00/- Lakhs (Market Value ₹ 547.27 Lakhs as on 31st March, 2019). The Company can avail it further up to ₹ 1500 Lakhs by pledging it debt securities in the ration of 7:10. Refer Sub Note No. 3.

(b) Secured On Demand Credit Facility of ₹ 1712.99 Lakhs @ 9% p.a. from Barclays Bank Ltd. against the security of Mutual Funds of ₹ 2337.22 lakhs (Market Value ₹ 2537.93 Lakhs), repayable on demand and personal guarantee by Mr. Promod Maheshwari (Promotor). The Company can avail it up to ₹ 2200 Lakhs by pledging securities. Refer Foot note of Note no. 3

(c) Overdraft facility from Bank of ₹ 926.12 Lakhs @ 9.65%(3 month MCLR+.25%) against the security plot No. E 8 (I) Road No. 1, IPIA, Kota The Company can avail it further up to ₹ 900 Lakhs.

(d) Overdraft facility from Bank of ₹1263.94 Lakhs @10%(12 month MCLR+.35%) against the security of Plot no. E-8 (II) Road No. 1, IPIA, Kota.

(e) Loan Facility from others of ₹ 1,39.97 Lakhs are secured against the security of Mutual Funds FMP of UTI FTIF series XXX-V (1135 days) of ₹ 200.00 Lakhs (Market Value ₹ 213.538 Lakhs on 31st March 2019).

* including Loan from related party. Refer Note No. 46

Note: 22 TRADE PAYABLES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Micro Enterprises and Small Enterprises (Refer Note No. 45)	21.72	-
Other than Micro & Small Enterprises	16.03	34.03
Total	**37.75**	**34.03**

Note: 23 OTHER FINANCIAL LIABILITIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Current maturities of long term borrowings	505.87	529.99
Accrued Salaries and benefits		
- Salaries and benefits	258.52	274.47
Other liabilities		
- Security deposits (Including retention)	445.29	429.76
- Interest accrued but not due	0.57	0.94
- Others payables	343.42	175.32
- Unpaid Dividend@	1.48	1.48
Total	**1,555.15**	**1,411.96**

'@ on due will be transferred to Investor Education & Protection Fund.

Note: 24 OTHER CURRENT LIABILITIES ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Income received in advance	462.97	469.60
Withholding and other taxes	210.49	169.30
Advance Against Sale of Land	9.00	56.60
Advance Agriculture Income	-	1.00
Advance Against DDU GKY*	-	28.78
Total	**682.46**	**725.28**

* (Refer Note no. 38)

Note: 25 SHORT TERM PROVISIONS ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Employee Benefits (Gratuity)	5.58	4.62
Total	**5.58**	**4.62**

Note: 26 CURRENT TAX LIABLITIES (NET) ₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Provision For Income Tax (Net)	99.17	94.61
Total	**99.17**	**94.61**

Note: 27: REVENUE FROM OPERATION ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Revenue from Services		
(i) Income from Education and Related Activities	6,583.41	7,075.84
(ii) Interest Income and Financial Charges	2,652.11	1,366.98
(iii)Agriculture Income	2.54	2.42
(iv) Lease rent Income	15.00	15.00
Sale		
(i) Study Material and others	796.07	564.26
(ii) Sale of securities (See Sub- Note 1)	(3.86)	(64.37)
Income from F & O	8.06	(0.91)
Total	**10,053.33**	**8,959.22**

Note: 28 -Sub Note (1) of Note 27 ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Sales of Securities*	440.33	15,746.54
Less : Purchase of Securities	462.87	8,355.93
Less : Change in Inventory	(18.68)	7,454.98
Net Revenue from Bonds and Securities	**(3.86)**	**(64.37)**

'*Sales is net of interest accrued on Bonds. Interest accrued on Bonds of ₹ 440.33 Lakhs (P.Y. 157.24 Lakhs) is included in "Interest Income" .

Note: 29 OTHER INCOME ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
a) Lease Rent	0.99	3.00
b) Interest Income :	189.51	623.22
c) Net gain on sale/ Changes in Fair market value of:		
- Investments	208.27	348.63
d) Other Income:		
(i) Profit on sale of fixed assets (net)	223.09	56.31
(ii) Agriculture Income	3.35	4.76
(iii) Miscellaneous Income	27.67	33.95
Total	**652.88**	**1,069.87**

Note: 30 COST OF MATERIAL CONSUMED ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Cost of materials consumed		
Opening stock of Raw Material	10.57	35.09
Add: Purchases during the period	414.40	720.21
Sub Total	**424.97**	**755.30**
Less: Closing stock of Raw Material	12.15	10.57
Total	**412.81**	**744.73**

Note: 31 CHANGE IN INVENTORY OF FINISHED GOODS ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Opening stock (Finished Goods)	334.69	151.31
Closing stock (Finished Goods)	213.19	334.69
(Increase)/Decrease in Finished Goods	121.50	(183.38)

Note: 32 EMPLOYEE BENEFITS EXPENSES ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Salaries, Wages and Bonus to		
-Teaching staff	2,724.25	2,271.90
-Non Teaching Staff	1,031.17	1,054.01
Expense on ESOP Scheme	-	2.75
Contribution to provident and other funds	41.92	45.12
Gratuity	23.32	25.14
Staff Welfare	34.89	32.42
Total	**3,855.54**	**3,431.34**

Note: 33 FINANCE COST ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
a) Interest Expenses	639.43	629.14
b) Other borrowing cost	2.53	25.82
Total	**641.96**	**654.96**

Note: 34 Depreciation and Ammortization Expense ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Depreciation on Fixed Assets	404.18	421.63
Amortization of Intangible assets	39.07	0.83
Depreciation on Investment Property	2.65	37.95
Total	**445.90**	**460.41**

Note: 35 OTHER EXPENSES ₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2019	For the Year Ended As at 31.03.2018
Advertisement Expenses	359.31	390.21
Legal and professional charges	73.08	78.50
Repairs - Buildings	16.39	61.67
Repairs - Computers	10.04	10.83
Rent	138.48	94.62
Repairs - others	60.26	78.41
Travelling & Conveyance	73.55	104.78
Payments to Auditors	7.58	6.88
Telephone, postage & telegram	30.42	44.05
Printing and stationery expenses	33.05	31.28
Security charges	67.57	66.95
Electricity & Water Expenses	224.25	244.26
Institute Expenses	448.13	169.34
Miscellaneous expenses	158.71	150.13
Interest, Penalty & Fine Charges	4.27	4.70
Hostel & Mess Expenditure	304.42	360.29
Corporate Social Responsibility	47.62	13.63
Total	**2,057.13**	**1,910.53**

Note: 36 CONTINGENT LIABILITIES NOT PROVIDED FOR (AS CERTIFIED BY THE MANAGEMENT):-
In respect of: ₹ in Lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Service tax liability / GST Liability	102.63	315.05
Claims against the Company not acknowledged as debts @	155.40	83.7
Income Tax Liability	2.44	129.3
Value added tax liability	551.49	551.49
Total	**737.82**	**1079.54**

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

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

37. Estimated amount of contracts remaining to be executed on capital account (net of advances NIL (Previous Year NIL))₹ NIL (Previous year ₹ 69.20 Lakhs)

38. Rajasthan Skill and Livelihoods Development Corporation (RSLDC) has accorded approval to sanction a project of skilling for 1500 rural poor youth under Deen-Dayal Upadhyaya Grameen Kaushalya Yojana (DDU-GKY) of Ministry of Rural Development, Government of India to the Company under various categories for example Tourism & Hospital, Front office cum receptionist etc. Duration of the project is 36 months and the place of training will be at Kota, Baran, Bundi, Jhalawar and Jaipur. The sanctioned total Project cost including welfare cost is ₹ 893.10 Lakhs. On 3 February, 2017, Company received ₹ 212.56 Lakhs, after issuing bank guarantee of ₹ 54.22 lakhs. As per records of Company, they have spent ₹ 328.57 Lakhs (more than the amount received) and the remaining balance ₹ 116.01 lakhs is shown as receivable from DDU-GKY in Note-16. The Company is of the opinion that this project will not result in any profit or loss and therefore has not routed any Income and Expenditure through Profit and loss account.

39 CPL Employee Stock Option Plan 2013:

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

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

Further, the Company has granted 70,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 125 per option. Out of the above 40,000 stock option vested

on 30th November, 2016 and 30,000 stock option shall be vested over a period of 2 years from the date of grant, 30th November, 2015 and same is entitled to be exercised up to a period of 4 years from the date of vesting. Out of these 70,000 options, 25000 options had been exercised during 2017-18.

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

No options were granted during the year.

No options were exercised during the year.

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

₹ in Lakhs

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
	Number of options	Weighted Average	Number of options	Weighted Average
Options outstanding at beginning of period:	55,000	122.27	85,000	121.76
Add: Options Granted	-	-	-	-
Less: Options Exercised	-	-	30,000	120.83
Options outstanding at the end of period:	55,000	122.27	55,000	122.27

40. Fees received by the company's franchisee are deposited in the franchise wise bank account of the company. However, company is recording in its books of account only the amount which company is entitled to receive as royalty as per agreement entered into with the franchisee.

41. EARNING PER SHARE(EPS)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Net profit/ (loss) for the year attributable to equity shareholders (₹ in Lakhs)	2,413.97	2,219.00
Weighted average number of equity shares outstanding	1,81,62,939.00	1,81,47,076.00
Basic and diluted earnings per share (face value of ₹ 10 each)	**5.59**	**12.33**

42 Hon'ble Supreme Court has pronounced a judgement in February, 2019 making clarification with respect to the definition of Wages for the purpose of Employees Provident Fund contribution. Further petitions have been filed with the Supreme Court seeking additional clarifications and there has been no clarity either from Govt., or from other concerned authorities. In light of the above, the Company has not made any provision of the same in the financial statements. However, appropriate accounting treatment will be given in its ensuing Financial Statements as and when clarification is received.

43. Financial risk management objectives and policies

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

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

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

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

A change in 25 basis points in interest rates would have following impact on profit after tax

₹ in Lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Change in basis point	+25	+25
Effect on profit after tax	(21.74)	(13.83)
Change in basis point	-25	-25
Effect on profit after tax	21.74	13.83

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

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

(B) Credit Risk:

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

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

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

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

Where financial assets have been written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in Profit or loss.

₹ in Lakhs

Particulars	Due Ageing			Total
	Upto 6 Months	6 - 12 Months	Above 12 Months	
Trade Receivable				
As at 31st March 31st March, 2019				
Unsecured	1,048.31	230.66	3,861.99	5,140.96
Gross Total	1,048.31	230.66	3,861.99	5,140.96
"Provision/Allowance forDoubtful Receivable"	-	-	10.14	10.14
Net Total	1,048.31	230.66	3,851.85	5,130.82
As at 31st March 31st March, 2018				
Unsecured	677.99	8.95	3,834.82	4,521.76
Gross Total	677.99	8.95	3,834.82	4,521.76
"Provision/Allowance for Doubtful Receivable"	-	-	0.70	0.70
Net Total	677.99	8.95	3,834.12	4,521.06

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

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

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

₹ in Lakhs

Particulars	As at March 31, 2019			
	Carrying Amount	< 1 Year/On Demand	2-4 Years	Total
Interest bearing borrowings	7,540.30	7,540.30	-	7,540.30
Trade Payable	37.75	37.75	-	37.75
Other Liabilities	1,049.28	1,049.28	-	1,049.28
Total	**8,627.33**	**8,627.33**	**-**	**8,627.33**
	As at March 31, 2018			
Interest bearing borrowings	8,990.30	6,558.38	2,431.92	8,990.30
Trade Payable	34.03	34.03	-	34.03
Other Liabilities	881.97	881.96	-	881.96
Total	**9,906.30**	**7,474.37**	**2,431.92**	**9,906.29**

44 Capital Risk Management:

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

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

₹ in Lakhs

Particulars	As at March 31, 2019	As at March 31, 2018
Borrowings	7,540.30	8,990.30
Less: Cash and Cash equivalents	757.10	1,040.26
Net debt	**6,783.20**	**7,950.04**
Equity Share Capital	1,816.29	1,816.29
Other Equity	40,998.22	38,576.26
Total Capital	**42,814.51**	**40,392.55**
Capital and net debt	**49,597.71**	**48,342.59**
Gearing ratio	**13.68%**	**16.45%**

45. AS REQUIRED BY SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 THE FOLLOWING INFORMATION IS DISCLOSED:

₹ in Lakhs

Particulars	2018- 19	2017-18
Principal and interest amount due and remaining unpaid at the end of the accounting year	21.72	-
Interest paid in terms of section 16 of the MSME Act during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
The amount of further interest remaining due and payable in succeeding year, until such interest when the interest dues above are actually paid.	-	-

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

Note No. 46 Related party relationship and transactions
Name of the related parties with whom transactions were carried out during the period and description of relationship:-

Key Management Personnel:
Mr. Pramod Maheshwari (Chairman & Managing Director)
Mr. Om Prakash Maheshwari (CFO & Whole time Director)
Mr. Nawal Kishore Maheshwari (Whole time Director)
Mr. Pawan Kumar Lalpuria (Independent Director)
Mr. RS Choudhary (Independent Director)
Mr. Vishal Jain (Independent Director)
Mr. Mahesh Gupta (Independent Director)
Mr. Jagdish Prasad Sarda (Independent Director)
Mrs. Neelima Maheshwari (Non Executive Director)
Mr. Tarun Kumar Jain (Company Secretary)

Relative of Key Management Personnel:
Smt. Shilpa Maheshwari (Wife of Director)
Smt. Neelima Maheshwari (Wife of Director)

Associate:
Imperial Infin Private Limited

Joint Venture:
StudyBoard Education Private Limited

Enterprise under same Mangement:
Diamond Business Solutions Private Limited
Swastika Polyolefines Private Limited
Om Prakash Maheshwari (HUF)
Wellwin Technosoft Private Limited
Gopi Bai Foundation
Career Point University, Kota
Career Point University, Hamirpur
Proseed Foundation
Maheshwari Trading Company
Aadarsh Foundation
Sarthak Foundation
Sankalp Capital Private Limited
Shakti Foundation
Gulab associates
Om Associates
Progresive Foundation

₹ in Lakhs

Particulars	During the year ended 31.03.2019	During the year ended 31.03.2018
Services Rendered		
Enterprises under same Management:		
Career Point University, Hamirpur	67.58	145.11
Career Point University, Kota	255.55	-
Sale of Fixed Assets		
Career Point University, Hamirpur	0.67	-
Sale of Study material & Student Kit		
Enterprises under same Management:		
Gopi Bai Foundation	-	1.29
Proseed Foundation	2.45	2.16
Career Point University, Kota	111.02	-
Global Public School	0.74	-
Career Point University, Hamirpur	32.84	215.10
Purchases		
Maheshwari Trading company	-	231.72
Mr. Pramod Maheshwari	2.15	-

₹ in Lakhs

Particulars	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Interest Income on Loan to :		
Enterprise under same management		
Global Public School	199.40	2.06
Proseed Foundation	599.80	313.94
Maheshwari Trading company	118.64	52.11
Aadharsh foundation	-	0.12
Sarthak Foundation	-	0.02
Shakti foundatin	28.90	24.78
Gopi Bai Foundation	-	176.75
Career Point University, Kota	51.24	89.91
Career Point University, Hamirpur	187.98	86.42
Progresive Foundation	25.98	24.04
Study Board Education Private Limited	0.03	0.90
Wellwin Technosoft Limited	76.42	-
Srajan Venture Pvt. Ltd.	30.14	-
Diamond business solution Pvt. Ltd.	1.20	-
Gulab associates	2.45	-
Om Associates	0.03	-
Miscellaneous Income(Rent) :		
Swastika Polyolefines pvt. Ltd.	0.03	0.03
Rent paid		
Key Management Personnel:		
Mr. Pramod Maheshwari	2.80	3.00
Smt. Neelima Maheshwari	0.55	0.60
Relative of Key Management Personnel:		
Smt. Shilpa Maheshwari	2.75	3.00
Enterprises under same Management:		
Diamond Business Solutions Private Ltd.	12.00	12.00
Gopi Bai Foundation	-	5.50
Om Prakash Maheshwari HUF	2.75	3.00
Remuneration		
Mr. Pramod Maheshwari (Chairman & Managing Director)	33.00	33.00
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	33.00	33.00
Mr. Nawal Kishore Maheshwari (Whole time Director)	33.00	33.00
Mr. Tarun Jain (Company Secretary)	12.01	11.14
Director Sitting Fees	0.90	1.31
Reimbursement of Expenses		
Mr. Om Prakash Maheshwari	7.98	12.45
Interest Expense on Loan from :		
Enterprise under same management		
Swastika Polyolifines Pvt. Ltd.	2.47	-
Sankalp Capital Pvt. Ltd.	11.65	-
Associate		
Imperial Infine Private Limited	0.37	-
Outstanding Balances:	As at 31.03.2019	As at 31.03.2018
Receivables:		

Career Point University, Hamirpur	1,988.00	2,253.10
Career Point University, Kota	223.46	-
Gopi Bai Foundation	-	1.29
Loans & Advance Payables:		
Mr. Pramod Maheshwari	0.53	-
Details of Outstanding Guarantee		
Corporate Guarantee of ₹ 3500 Lakhs on behalf of the loan facility availed by Career Point University, Kota		

Table showing transactions with related parties:

₹ in Lakhs

Particulars	Loans given		Loans recovered		Balance outstanding	
	During the year ended 31.03.2019	During the year ended 31.03.2018	During the year ended 31.03.2019	During the year ended 31.03.2018	As at 31.03.2019	As at 31.03.2018
Enterprises under same Management:						
(i) Gopi Bai Foundation	1,058.90	3,503.66	1,058.90	6,539.45	-	-
(ii) Career Point University, Kota	4,605.81	1,844.28	4,950.55	1,320.34	799.75	1,144.49
(iii) Career Point University, Hamirpur	980.48	2,210.91	746.92	810.57	1,958.34	1,724.78
(iv) Global Public School	1,533.32	1,913.85	3,392.10	-	55.06	1,913.85
(v) Proseed Foundation	3,114.55	4,220.30	2,716.74	4,097.16	3,494.31	3,096.50
(vi) Maheshwari Trading company	2,836.12	2,621.53	3,873.50	1,113.15	471.00	1,508.38
(vii) Adarsh foundation	1.97	1.97	1.97	1.97	-	-
(viii) Sarthak Foundation	-	0.25	-	0.25	-	-
(ix) Shakti foundatin	45.39	49.42	-	-	356.83	311.43
(x) Progressive Foundation	23.38	21.63	-	-	312.08	288.69
(xi) Wellwin technosoft Ltd.	1,166.06	-	962.79	-	203.27	-
(xii) Srajan Ventures Pvt. Ltd.	462.30	-	17.60	-	444.70	-
(xiii) Diamond business solution Pvt. Ltd.	43.93	-	0.26	-	43.67	-
(ixv) Gulab Associates	71.41	-	0.52	-	70.88	-
(xv) Om Associates	60.03	-	38.00	-	22.03	-
Joint Venture / Associates						
(vii) Study Board Education Private Limited	1.18	4.51	0.62	21.94	0.56	-
Total	**16,004.84**	**16,392.31**	**17,760.48**	**13,904.83**	**8,232.48**	**9,988.12**

₹ in Lakhs

Particulars	Loans given		Loans repaid		Balance outstanding	
	During the year ended 31.03.2019	During the year ended 31.03.2018	During the year ended 31.03.2019	During the year ended 31.03.2018	As at 31.03.2019	As at 31.03.2018
Enterprises under same Management:						
(i) Swastika Polyolifines Pvt. Ltd.	103.72	-	93.75	-	9.97	-
(il) Sankalp Capital Pvt. Ltd.	775.96	-	775.96	-	-	-
Associates						
(iii) Imperial Infine Private Limited	23.33	-	23.33	-	-	-

Note: 47 The company has identified three reportable segments during the year i.e, Education & Related Activities, Financing(NBFC), Infra Division at consolidated level.

Unallocated Items

Income and expenses which relates to the company as a whole and not allocable to segment are included under unallocable expenditure/(income).

The Company provides its services in India only and hence there is no geographical segment.

Segment Wise Revenue, Results, Segment Assets & Segment Liabilities **₹ in Lakhs**

Particulars	Year ended	
	March 31, 2019	March 31, 2018
1. Segment Revenue (Net Sales Income from Segment)		
Education & Related Activities Division	7,379.76	7,641.33
Financing (NBFC) Division	2,662.89	1,301.70
Infra Division	17.54	17.42
Less: Inter Segment Revenue	(6.86)	(1.228)
Net Sales/Income from Operation	**10,053.33**	**8,959.22**
2. Segment Results Profit/(Loss) before interest and Tax		
Education & Related Activities Division	576.05	1,383.83
Financing (NBFC) Division*	1,015.15	344.06
Infra Division	(23.77)	(23.85)
Total	**1,567.43**	**1,704.04**
Less: Finance Cost	641.96	425.13
Add: Other Un-allocable income Net of Un-allocable Expenditure	2,247.71	1,725.34
Profit before Tax (Including share of profit/(loss) of Associates & Joint Ventures)	3,173.18	3,004.25
3. Segment Assets		
Education & Related Activities Division	14,929.42	15,445.48
Financing (NBFC) Division	21,880.73	18,594.71
Infra Division	9,972.57	9,043.87
Unallocated Assets	6,118.50	8,844.02
Total	**52,901.22**	**51,928.08**
4. Segment Liabilities		
Education & Related Activities Division	9,157.96	9,040.73
Financing (NBFC) Division	252.02	48.36
Infra Division	27.03	1,777.15
Unallocated Liabilities	637.94	656.41
Total	**10,074.95**	**11,522.65**

* Profit Before Tax

Note: 48 In compliance with Ind As 112 on disclosure of interests in other entities, following disclosure are made in respect of jointly controlled entity- Study Board Education Private Limited, in which the company is a joint venture:

₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Country of Incorporation	INDIA	
Percentage of share in joint venture	50%	50%
Summarized Balance Sheet of Joint venture		
Current Assets	0.58	2.17
Non-Current Assets	7.73	11.04
Current Liabilities	0.76	0.27
Non-Current Liabilities	0.14	0.38
Revenue	0.38	0.08
Profit/(Loss) for the period	(5.17)	(7.02)
Other Comprehensive Income	-	-
Total Comprehensive Income	(5.17)	(7.02)

₹ in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
Country of Incorporation	INDIA	
Summarized Balance Sheet of Associate		
Percentage of share in Associate	42.74%	42.74%
Current Assets	0.16	2.22
Non-Current Assets	212.02	206.40
Current Liabilities	2.64	2.04
Non-Current Liabilities	-	-
Revenue	12.89	1.33
Profit/(Loss) for the period	10.29	(0.10)
Other Comprehensive Income	(6.89)	34.25
Total Comprehensive Income	3.39	34.15
Share in Associate		
Equity Shares of Imperial Infin Private Ltd.(Unquoted) 34,000 shares of ` 100/- each	34.00	34.00
Add/(Less): Accumulated share in profit/(loss)/OCI of associate Company at the beginning of the year	54.11	39.70
Add/(Less) : Share in profit/(loss)(net) of associate company -current year	4.40	(0.04)
Add/(Less) : Share in other comprehensive income of associate company -current year	(2.95)	14.64
Total	**89.56**	**88.30**
Share in Joint Venture		
Equity Shares of Study Board Education Pvt. Ltd. (Unquoted) 117,494 shares of ₹ 10/- each	23.00	23.00
Add/(Less): Accumulated share in profit/(loss)/OCI of Joint venture at the beginning of the year	(16.10)	(10.50)
Add/(Less) : Share in profit/(loss)(net) of Joint Venture	(2.59)	(6.21)
Total	**4.31**	**6.29**

Note: 49

Additional information to consolidated Financial Statements as at 31 March 2019 (Pursuant to Schedule III to the companies Act , 2013)

₹ in Lakhs

Name of the entity	Net assets i.e. Total assets minus total liablities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net asset	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated comprehensive income	Amount	As a % of consolidated Total comprehensive income
Parent Company								
Career Point Limited	39,444.41	92.10%	1,016.65	42.13%	10.95	137%	1,027.60	42.45%
Subsidiaries :								
Career Point Edutech Limited	176.63	0.41%	96.08	3.98%	-	-	96.08	3.97%
Career Point Infra Limited	15,099.66	35.26%	529.00	21.92%	-	-	529.00	21.85%
Gyan Eduventure Private Limited	293.30	0.68%	12.62	0.52%	-	-	12.62	0.52%
Career Point Accessories Pvt. Ltd.	29.40	0.07%	-2.80	-0.12%	-	-	-2.80	-0.12%
Srajan Capital Limited	3,104.34	7.25%	729.37	30.23%	-	-	729.37	30.13%
Career Point Institute of Skill Development Private Limited	107.11	0.25%	28.98	1.20%	-	-	28.98	1.20%
Sub-Subsidiaries :								
Srajan Agritech Private. Limited	1,001.09	2.34%	2.19	0.09%	-	-	2.19	0.09%
Coupler Enterprises Pvt. Limited	146.13	0.34%	(0.40)	-0.02%	-	-	(0.40)	11.00%
Associates:								
Imperial Infin Private Limited	89.56	0.21%	4.40	0.18%	(2.95)	-37%	1.45	0.06%
Joint Venture:								
Study Board Education Private Limited	4.31	0.01%	(2.59)	-0.11%	-	-	(2.59)	-0.11%
Consolidation Adjustments/Elimination	(16,669.67)	-38.92%	(0.65)	-0.03%	-	-	(0.65)	-0.03%
Total	**42,826.27**	**100.00%**	**2,412.85**	**100.00%**	**8.00**	**100.00%**	**2,420.85**	**111.02%**

50. Income Tax:

(A) Amounts recognized in statement of profit and loss

₹ in Lakhs

Particulars	2018-19	2017-18
Current Income Tax		
-current Year	842.01	750.42
-Adjustement in respect of current income tax of earlier year	16.16	(13.72)
MAT(Credit) Entitlement	(93.89)	(60.79)
Deferred Tax-Relating to origination and reversal of temporary differences	(3.95)	107.47
Income tax expense reported in the statement of profit & loss	**760.33**	**783.38**

(B) Income tax recognized in other comprehensive income

₹ in Lakhs

Particulars	2018-19	2017-18
Income tax on Re-measurement losses on defined benefit plans	(4.49)	1.98
Total	**(4.49)**	**1.98**

(C) Reconciliation of effective tax rate **₹ in Lakhs**

Particulars	2018-19	2017-18
Accounting profit/(loss) before tax	3,173.18	3,004.25
At Statutory Income Tax rate	924.03	1,039.71
Fair valuation/ Sale of financial assets and others (including change in tax rates)	(163.70)	(256.33)
Accounting profit/(loss) after tax	**2,412.85**	**2,220.87**

Note: 51 Previous year figures have been regrouped/rearranged/recasted wherever consider neccesary to make them comparable with current period.

Note: 52 Accounting standards, interpretations and amendments to existing standards that are effective from 1st April , 2019 Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which are effective from 1st April, 2019 "

1. W.e.f. 1st April 2019 Ind AS 116 Leases will replace existing leases standard, Ind AS 17 Leases. Lessee will follow Single Lease Accounting. There is no classification as operating or finance Lease for lessee. Under Ind AS 116 Lessee will recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Lessee would recognize depreciation expense on the right of use asset and interest expense on the lease liability, classify the 'lease payments into principal and interest component. Management is currently reviewing the operating lease contracts in place to determine the impact of this standard.
2. The following standards or amendments made in below mentioned standards are not expected to have a material impact over financial statements:
   i) Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)
   ii) Ind AS 109 – Prepayment Features with Negative Compensation
   iii) Ind AS 19 – Plan Amendment, Curtailment or Settlement
   iv) Ind AS 23 – Borrowing Costs
   v) Ind AS 28 – Long-term Interests in Associates and Joint Ventures
   vi) Ind AS 103 – Business Combinations and Ind AS 111 – Joint Arrangements

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

Gaurav Lodha
Partner
Membership No: 507462

Place: New Delhi
Date: 20/05/2019

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

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

Place: Kota
Date: 20/05/2019

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE NINETEENTH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF CAREER POINT LIMITED (CINL72200RJ2000PLC016272) WILL BE HELD ON THURSDAY, 26th DAY OF SEPTEMBER, 2019 AT 4.00 P.M. AT CP TOWER 2, IPIA, ROAD NO.1, KOTA, RAJASTHAN 324 005 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

1. To receive consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2019 together with the reports of the Board of Directors and the Auditors thereon.
2. To receive consider and adopt the Audited Consolidate Financial Statements of the Company for the Financial Year ended 31st March 2019 together with the reports of the Board of Directors and the Auditors thereon.
3. To appoint a Director Mr. Om Prakash Maheshwari (DIN: 00185677), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

   RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Om Prakash Maheshwari (DIN: 00185677), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.
4. To appoint a Director Mr. Nawal Kishore Maheshwari (DIN: 00185762), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

   RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Nawal Kishore Maheshwari (DIN: 00185762), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.

SPECIAL BUSINESS

5. **APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   RESOLVED THAT pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made thereunder, the Board of Directors of the Company be and is hereby authorised:

   -To advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested (i.e. including any private Company of which any such Director is a Director or member, anybody corporate at a general meeting of which not less than twenty-five percent of the total voting power may be exercised or controlled by any such Director, Managing Director or Manager, whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any Director or Directors, of the lending Company), provided that such loans are utilised by the borrowing Company for its principal business activities and in particular to the such Companies (as mention in explanatory statement) in which one or more Director(s) may be deemed to be interested on the terms and conditions as set out in the Statement annexed to this Notice on such terms and conditions and in such manners may be mutually acceptable

   RESOLVED FURTHER THAT, the Board be and is hereby authorised to finalise, sanction and disburse the said loans, guarantees and security and also to delegate all or any of the above powers to Committee of Directors or any Director(s) of the Company and generally to do all acts, deeds and things that may be deemed necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.

6. **APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION, UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

   To consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

   RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act,2013, Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and other applicable provisions, if any, including any reenactment, modification, amendment thereof, consent of the members be and is hereby accorded to enter into material related party transactions to be entered into and carried out in ordinary course of business and at arm's length price with related Party/related Parties as set out in the Statement annexed to this Notice on such terms and conditions and in such manners may be mutually acceptable for the period up to the next Annual General meeting of the Company or such further period of time as may be decided by the Board of Directors, for an aggregate amount, which may exceed the threshold limit of 10 percent of annual consolidated turnover of the Company as per the Company's last audited Financial Statements or any materiality threshold as may be applicable from time to time under the applicable law.

   RESOLVED FURTHER THAT the Members of the Company do hereby accord their approval to the Board of Directors of the Company to sign and execute all such documents, deeds and writings including agreements, memorandum and other documents with such modifications as may be required from time to time and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred to any Committee of Directors and/ or director(s) and/ or officer(s) of the Company to give effect to this resolution and to the aforesaid transaction(s) in the best interest of the Company.

   RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds or things, as may be necessary and expedient, to give effect to the aforesaid resolutions.

By Order of the Board
For **CAREER POINT LIMITED**

Kota, August 08, 2019
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

Notes:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business as set out above to be transacted at the Meeting is annexed hereto and forms part of this Notice.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

   The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than FORTY-EIGHT HOURS before the commencement of AGM. A Proxy Form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolutions/ authority, as applicable.

   A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

3. **The Register of Members and Share Transfer Books of the Company shall remain closed during the Book Closure period, i.e., from September 19, 2019 to September 26, 2019, both days inclusive.**

4. While Members holding shares in physical form may write to the Company for any change in their address and bank mandates, Members having shares in electronic form may inform any change in address and bank details to their depository participant(s) immediately.

5. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.

6. Route-map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.

7. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to the Company. Members holding shares in electronic form may submit the same to their respective depository participant.

8. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. The Members desirous of obtaining any information/ clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.

10. Pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, the Company may send notice of general meeting, directors' report, auditors' report, audited Financial Statements and other documents through electronic mode. Further, pursuant to the first proviso to the Rule 18 of the Companies (Management and Administration) Rule, 2014, the Company shall provide an advance opportunity atleast once in a financial year to the members to register their e-mail address and changes therein. In view of the same, Members are requested to kindly update their e-mail address with depository participants in case of holding shares in demat form. If holding shares in physical form, Members are requested to inform their e-mail ID to the Company.

11. Electronic copy of the Notice of the 19th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the aforesaid documents are being sent by the permitted mode.

12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

13. The Annual Report of the Company for the Financial Year 2018-19, circulated to the members of the Company, is also uploaded on the Company's website www.cpil.in n the 'Investor Relations' Section.

14. As per Section 136 of the Companies Act, 2013 read with Rule 11 of Companies (Accounts) Rules, 2014, Financial Statements may be sent to the Members:

    a) by electronic mode to such Members whose shares are held in dematerialised form and whose email Ids are registered with Depository for communication purposes;

    b) where Shares are held in physical form, to such Members who have positively consented in writing for receiving by electronic mode; and

    c) by dispatch of physical copies through any recognized mode of delivery as specified under Section 20 of the Act, in all other cases.

    In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your e-mail ID with:

    i. Our RTA: for the Shares held in physical form and

    ii. Your respective Depository Participants: for the Shares held in dematerialised form.

15. The Company has decided to e-mail Annual Report through electronic mode to all the shareholders whose e-mail addresses has been registered/updated in the record of Company/ Registrar/ Depositories pursuant to the 'Green Initiative in Corporate Governance' initiated by The Ministry of Corporate Affairs, Government of India vide its Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively. Further, in support to this green initiative, the company has already sent a communication to all the shareholders that various documents/ notices meant for them will be sent electronically on their e-mail

addresses as obtained from the Depositories/ other sources, unless specifically requested to be sent in physical form. The members who have not registered / updated their e-mail addresses so far, are requested to register/ update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold their shares in physical form and who are desirous of receiving the communication/ documents in electronic form are requested to promptly register their e-mail addresses with the Registrar or the Company giving reference of their Folio Number.

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

17. THE COMPANY WHOLE-HEARTEDLY WELCOMES MEMBERS/ PROXIES AT THE ANNUAL GENERAL MEETING OF THE COMPANY. THE MEMBERS /PROXIES MAY PLEASE NOTE THAT NO GIFTS / GIFT COUPONS WILL BE DISTRIBUTED AT THE ANNUAL GENERAL MEETING.

18. During the Financial Year 2014-15, Career Point Limited declared Interim Dividend. Members are informed that the list of unclaimed dividend for the year ended 31st March 2019 has been updated on Company`s website www.cpil.in. If shareholders does not claim the said dividend within 7 years from the date of declaration the unclaimed dividend shall be transferred to the Investor Education and Protection Fund established by the Central Government in terms of Section 205C(2)(a) of the Companies Act, 1956 on the expiry of 7 years from the date of declaration.

19. Disclosure pursuant to Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings, with respect to Directors seeking appointment/re-appointment at the Annual General Meeting, is as follows:

Name of Director	Mr. Om Prakash Maheshwari	Mr. Nawal Kishore Maheshwari
Designation	Executive Director and CFO	Executive Director
Date of Birth	Sept. 12, 1968	Feb. 5, 1975
Date of Appointment	March 31, 2000	March 31, 2000
Expertise in specific functional areas	Over 25 years of experience in the field of Finance & Legal matters.	Over 23 years of experience in the field of Administration.
Educational Qualifications	B.E. (Mechanical Engineering) from University of Rajasthan	B.COM. from MDS University, Ajmer
Details of Shares held in the Company	1386300 equity shares	1385800 equity shares
List of Companies (other than Career Point Ltd) in which Directorships held as on 31.03.2019 (excluding Pvt. Ltd. Companies)	1. Wellwin Technosoft Limited 2. Career Point Infra Ltd. 3. Shricon Industries Ltd. (Listed Company) 4. Srajan Capital Ltd. 5. Longway Business Solutions Pvt. Ltd.	1.Career Point Edutech Ltd. 2.Career Point Infra Ltd. 3. Wellwin Technosoft Ltd. 4. Srajan Capital Ltd.
Chairman /Member of the Committees of Co. (other than Career Point Ltd.) on which he is a Director as on 31.03.2019	3	Nil
Disclosure of Managing relationships between directors inter-se	Relative of Mr. Pramod Maheshwari, Managing Director & Mr.Nawal Kishore Maheshwari Executive Director, Mrs. Neelima Maheshwari, Non-Exec. Director	Relative of Mr. Pramod Maheshwari, Director & Mr. Om Prakash Maheshwari Executive Director, CFO

For other details such as number of meetings of the Board attended during the year, remuneration drawn in respect of the aforesaid directors, please refer to the Corporate Governance Report.

20. E-voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their votes at the AGM by electronic means and the business may be transacted through e-voting as per instructions below:

    a. The voting period begins on Monday, the 23rd day of September, 2019 at 9.00 a.m. and will end on Wednesday, the 25th day of September, 2019 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of the 18th day of September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

    b. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

    c. Click on "Shareholders" tab.

    d. Now, select the "CAREER POINT LIMITED" from the drop down menu and click on "SUBMIT"

    e. Now Enter your User ID

        a). For CDSL: 16 digits beneficiary ID,

        b). For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

        c). Members holding shares in Physical Form should enter Folio Number registered with the Company.

    f. Next enter the Image Verification as displayed and Click on Login.

    g. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

    h. If you are a first time user follow the steps given below:

    i. For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. -In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank detail	Enter the Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

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

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

    (iv) Click on the EVSN along with 'Career Point Limited' on which you choose to vote.

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

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

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

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

    (ix) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

    (x) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

    (xi) Note for Institutional Shareholders

    - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(XII) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com or investors@cpil.in

- The Board of Directors has appointed Advocate Amit Gupta, (Bar Council Registration No. 1550/2005) as a Scrutinizer to scrutinize the process of remote e-voting and voting at the venue of the meeting in a fair and transparent manner.
- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.cpil.in and on the website of CDSL immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

21. The facility for voting, either through electronic voting system or polling paper shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.

22. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

By Order of the Board
For **CAREER POINT LIMITED**

Kota, August 08, 2019
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.5

The Company proposes to advance Inter-Corporate Deposits/Loans to (a) Career Point University, Kota: Amount not exceeding of Rs. 35 Crores (b) Career Point University, Hamirpur: Amount not exceeding of Rs. 35 Crores (c) Sankalp Capital Private Limited: Amount not exceeding of Rs. 10 Crores for the purpose of meeting their day to day working capital requirements as and when necessary and deemed if fit by the Board of the Company and they are the related parties with respect to the Company by virtue of below mentioned criteria:

Name of the Company/Body Corporate	Interested Director
Career Point University, Kota	Mr. Pramod Maheshwari, Mr. Om Prakash Maheswhari and Mr. Nawal Kishore Maheshwari-Member of Board of Management
Career Point University, Hamirpur	Mr. Pramod Maheshwari, Mr. Om Prakash Maheswhari and Mr. Nawal Kishore Maheshwari-Member of Board of Management
Sankalp Capital Private Limited	Mr. Pramod Maheshwari, Mr. Om Prakash Maheswhari and Mr. Nawal Kishore Maheshwari-Common Directorship and hold more than 2% of paid up share Capital of the Company

The provisions of Section 185 of the Companies Act, 2013, mandates that such Inter-Corporate deposits/Loans can be granted if a Special Resolution at the General Meeting of the of the Shareholders is passed. The required particulars as per proviso to a of Section 185(2)are given hereunder.

Name of the Company/Body Corporate	Amount proposed to be given by the Company not exceeding of ₹	Purpose for which the Inter-Corporate Deposits/Loans is proposed to be utilised
Career Point University, Kota	₹ 35 Crores	To meet day to day working capital requirements of the Company
Career Point University, Hamirpur	₹ 35 Crores	To meet day to day working capital requirements of the Company
Sankalp Capital Private Limited	₹ 10 Crores	To meet day to day working capital requirements of the Company

Except Mr. Pramod Maheshwari and his relatives, Mr. Om Prakash Maheshwari, Mr. Naval Kishor Maheshwari, and Mrs. Neelima Maheshwari none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed Special Resolution.

The Resolution at Item No. 5 of the Notice is recommended by the Board to be passed as a Special Resolution

Item No.6

Pursuant to provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, all Material Related Party Transactions will require approval of the Members through an Ordinary Resolution. A transaction with a related party shall be considered material under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a Financial Year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited Financial Statements of the listed entity. The Company's transactions in the Financial Year 2019-20 with Related Parties are expected to exceed the prescribed threshold limits under the LODR Regulation so as to qualify as material related party transactions thereunder. The Company now proposes to obtain approval of the members for giving further approval to the Board of Directors (hereinafter referred to as the "Board", which include any Committee duly constituted / empowered by the Board) for carrying out and/or continuing with arrangements and transactions with Related Parties, whether by way of fresh transaction, continuation, renewal(s) or extension(s) or modification(s) of earlier arrangements/transactions. The Audit Committee and the Board of Directors have reviewed major terms & conditions of these transactions and recommend to the members for their approval by way of an Ordinary Resolution. The major details/terms and conditions of the material related party transactions are given herein below:

S.No.	Type of Transaction	Name of the Related Parties	Nature of Relationship	Maximum Limit (Rs. In Crores)
1	Availing/Rendering of any services	Gopi Bai Foundation Trust	Trust under same management	25
		Career Point University, Kota	Institution sponsored by Gopi Bai Foundation Trust & established by Act no. 13/2012 Govt. of Rajasthan	35
		Career Point University, Hamirpur	Institution sponsored by Gopi Bai Foundation Trust & established by Act no. 12/2012 Govt. of H.P	35

The value of transactions stated above would be for the period up to next Annual General Meeting of the Company. The value of the transactions proposed is estimated on the basis of the Company's current transactions and future business projections.

Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari and Mrs. Neelima Maheshwari being Director and shareholder of Career Point Limited may be concerned or interested in the resolution. The above transactions are in the ordinary course of business of the Company and on an arm's length basis.

The Board accordingly recommends the resolution set forth in item no.6 for approval of the members.

By Order of the Board
For **CAREER POINT LIMITED**

Kota, August 08, 2019
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

GREEN INITIATIVE IN CORPORATE GOVERNANCE

Dear Shareholders,

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies through electronic mode. In accordance with the circulars issued by the MCA during April and May 2011, companies can now send notices and documents, including Annual Reports and postal ballots to its shareholders through electronic mode to the registered e-mail addresses of the Shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholder as well as the companies to contribute towards a Greener Environment.

Your Company also proposes to participate in this Green initiative by opting for e-mailing all the future shareholder communications henceforth including notices of Annual General Meetings and Annual Reports of the Company to those shareholders opting to receive the same in electronic mode.

To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Depository Participants.

Members who holds shares in physical form are requested to furnish their e-mail id to the following e-mail id viz.careerpointgogreen@linkintime.co.in quoting your folio number, name, PAN, mobile number. We would be mailing all the future shareholder communication to the e-mail id furnished to us.

Please note that as a member of the Company, you will always be entitled to receive all such communication in physical form, upon request.

For Career Point Limited

Tarun Kumar Jain

GM (Corporate & Legal Affairs) & Company Secretary

CAREER POINT LIMITED

(CIN: L72200RJ2000PLC016272)

Registered & Corporate Office: CP Tower 1, Road No. 1, IPIA, Kota – 324 005, Rajasthan, India

[Form No. MGT-11]

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member (s): _____E-mail Id:_____

Registered address: _____

Folio/Client Id:_____DP ID:_____

I/We, being the member (s) of_____ Shares of the above named company, hereby appoint:

1) _____ of _____having e-mail id_____or failing him

2) _____ of _____having e-mail id_____or failing him

3) _____ of _____having e-mail id_____

and whose signature(s) are appended below, as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual General Meeting of the Company, to be held on Thursday the 26th day of September, 2019 at 4.00 P.M. at CP Tower 2, Indraprastha Industrial Area, Road No.1, Kota-324005, Rajasthan India and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions
	Ordinary Business
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2019
2.	Adoption of Audited Consolidated Financial Statements for the year ended 31st March, 2019
3.	Re-appointment of Mr. Om Prakash Maheshwari, who retires by rotation.
4.	Re-appointment of Mr. Nawal Kishore Maheshwari, who retires by rotation.
	Special Business
5	Approval of loans, investments, guarantee or security under section 185 of companies act, 2013
6	Approval for material related party transaction, under section 188 of the companies act , 2013

₹1 Revenue Stamp here

Signed this _____ day of _____2019

Signature of Shareholder **Signature of Proxy Holder**

Note : 1. A Proxy need not be a member of the Company.

2. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a Certified Copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.

CAREER POINT LIMITED

(CIN: L72200RJ2000PLC016272)

Registered & Corporate Office: CP Tower 1, Road No. 1, IPIA, Kota – 324 005, Rajasthan, India

ATTENDANCE SHEET

(This attendance sheet duly filled in, to be handed over at the meeting)

Regd. Folio No/Client ID _____ DP-ID No._____

Name and Address of First Sole Shareholder _____

_____

No. of Shares held: _____

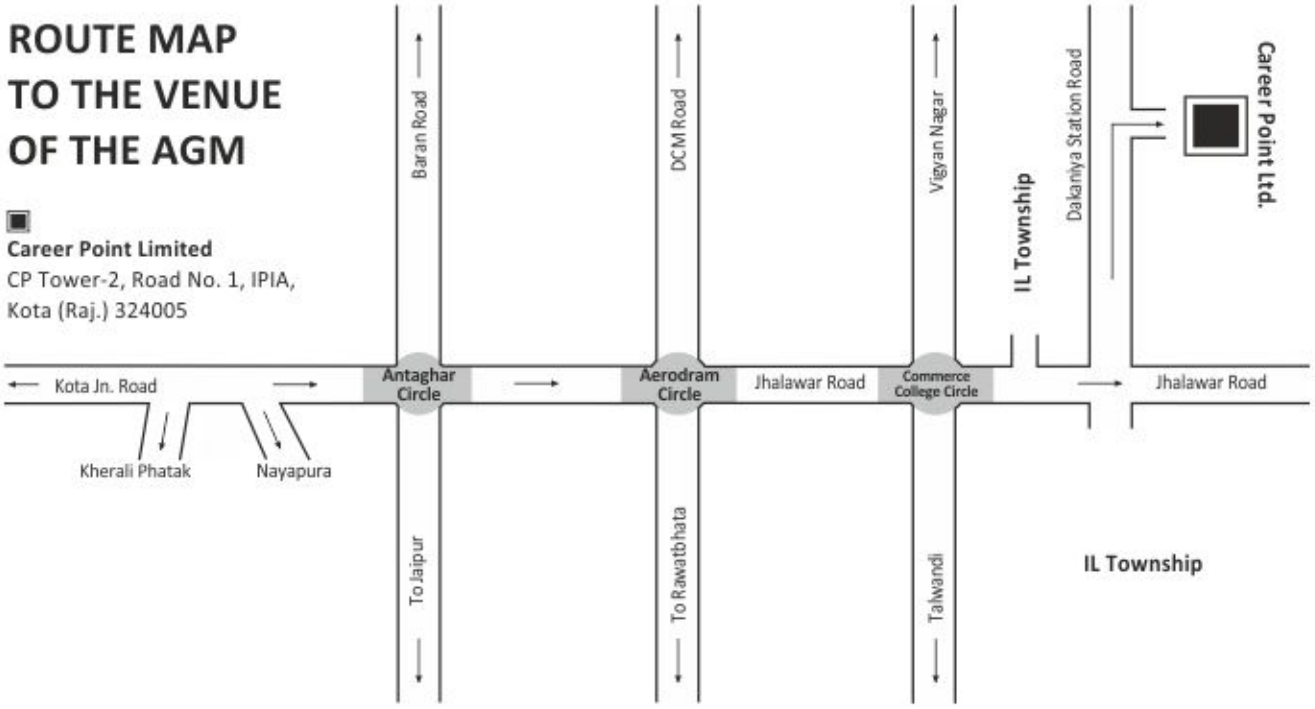
I hereby record my presence at the 19th Annual General Meeting of the Members of CAREER POINT LIMITED to be held on Thursday, the 26th day of September, 2019 at 4.00 P.M. at CP Tower 2, Indraprastha Industrial Area, Road No.1, Kota-324005, Rajasthan India.

Signature of the Member / Proxy

Note : 1. Only Member / Proxy can attend the meeting.
2. Member / Proxy who wish to attend the meeting must bring this attendance slip to the meeting and hand it over at the entrance of the meeting hall.
3. Member / Proxy should bring his / her copy of the Annual Report for reference at the meeting.

ROUTE MAP TO THE VENUE OF THE AGM

Career Point Limited
CP Tower-2, Road No. 1, IPIA,
Kota (Raj.) 324005



Media Speak

रविवार, 28 जुलाई 2019

सीपीयू के इमर्जिंग एंटरप्रिन्योर कॉम्पीटिशन

युवा उद्यमियों ने बताए सुपर बिजनेस प्लान

कार्यक्रम में विजेताओं को चेक व प्रशस्ती पत्र प्रदान किए गए।

कोटा के मुकेश त्यागी ने कोटा स्टोन की स्लरी व टूकड़ी से तैयार किए कलरफुल टाइल्स, क्लॉक तैयार करने से लेकर उनके उपयोग की संपूर्ण प्रक्रिया को समझाया। इस प्रोजेक्ट को प्रथम पुरस्कार मिला।

कोटा

कॅरिअर पॉइंट में 300 से अधिक पौधे

कोटा | कॅरिअर पॉइंट यूनिवर्सिटी कोटा के इकोलॉजी एण्ड
क्लब की ओर से आलनिया स्थित यूनिवर्सिटी परिसर में 300
पौधे लगाए गए। शुरुआत सीपीयू के वाइस चांसलर प्रो. सुमेरसिं
ाकर की। एग्रीकल्चर डिपार्टमेंट के डीन एसके त्रि
वेनाश कुमार झा ने बताया कि परिसर में
ज्यादा छायादार व फलदार पौधे
अरोड़ा, शैलेष

सिटीसरोकार

राजस्थान पत्रिका कोटा, मंगलवार, 25 जून 2019 . पेज 0

आपके पास यूनिक आइडिय
है तो सीपीयू देगा प्लेटफॉर्म

इमर्जिंग कॉम्पीटिशन 2019 के पोस्टर का विमोचन करते पदाधिकारी

कोटा. यदि आपके पास कोई यूनिक बिजनेस आइडिया है तो कॅरिअर पाइंट यूनिवर्सिटी बेहतर प्लेटफॉर्म उपलब्ध करवाएगी। यूनिवर्सिटी के स्कूल ऑफकॉमर्स एंड मैनेजमेंट की ओर से 15 जुलाई को सीपी टॉवर में इमर्जिंग एंटरप्रिन्योर कॉम्पिटीशन 19 का आयोजन किया जाएगा। इसमें यूनिक बिजनेस आइडिया वाले प्रतिभागियों को नकद ार से नवाजा जाएगा। साथ ही आइडिया को किस तरह स्टार्टअप में तब्दील किया जा ह एक्सपर्ट बताएंगे। सोमवार पी टॉवर में चांसलर प्रमोद ी, वाइस चांसलर प्रो. सुमेर अकादमी निदेशक डॉ. ककड़ ने इमर्जिंग न 2019 के पोस्टर का

करना है। इसमें भाग लेने वा लिए शैक्षणिक योग्यता व उ बाध्यता नहीं।

प्रोग्राम कॉर्डिनेटर नंदवाना ने बताया कि एंटर कॉम्पिटीशन में भाग लेने के ऑनलाइन आवेदन करना आवेदक डब्ल्यूडब्ल्यूडब्ल्यू सीपीयूआर डॉट इन पर रजि कर सकते हैं। 5 जुलाई तक अ लिए जाएंगे।

विजेता को नकद उ

प्रोग्राम से जुड़े स्टूडेंट लोकवानी, साहिल खान व ने बताया कि कॉम्पिटीशन में बिजनेस आइडिया देने प्रतिभागी का चयन किया ज प्रथम विजेता को 15 हजार,

राजस्थान पत्रिका 06

कोटा, मंगलवार, 16 जुलाई 2019

सीपीयू का टू गेदर वीक थीम पर आयोजित कमेन्समेंट मीट

नई विद्या से जुड़ने की हर
विद्यार्थी को जरूरत

पत्रिका
गाउंड
रिपोर्ट

कोटा. हर विद्यार्थी अभी से अपने जीवन का लक्ष्य निर्धारित कर सकारात्मक सोच के साथ कड़ी मेहनत शुरू कर दें तो सफलता तय है। सीपीयू उसके यहां अध्ययनरत विद्यार्थी अपने मिशन में कामयाब हो इसका विशेष ध्यान रखता है। यह

लिए हर संभव मौका देती है। प्रतिभावान विद्यार्थियों को प्रशस्ति पत्र देकर सम्मानित किया। कार्यक्रम में सीपीयू के अकादमिक निदेशक डॉ. गजेन्द्र कुमार

नए कोर्सेज लॉ

सीपीयू के चांसलर, वाइस ने बीटेक स्पेशलाइजेशन इ

चम्बल संदेश

02

कोटा। शनिवार 15 जून 2019

कॅरियर पाइंट के विपिन 15वें स्थान पर

कॅरियर पॉइंट के निदेशक प्रमोद माहेश्वरी ने बताया कि क्लासरूम स्टूडेंट विपिन शर्मा ने ऑल इंडिया स्तर पर बेहतर प्रदर्शन करते हुए जनरल वर्ग में 15 वीं रैंक, आयुष सिंह ने 135 वीं रैंक, आदित्य ने 161 वीं, अतुर गुप्ता ने 212वीं रैंक एवं ने 30वीं रैंक हासिल कर

राजस्थान पत्रिका . कोटा, मंगलवार, 19 फरवरी 2019
patrika.com

पत्रिका सिटीजन 07

कॅरिअर पॉइंट यूनिवर्सिटी में जैविक कृषि सेमिनार

प्रकृति संरक्षण के लिए
जैविक खेती जरूरी

पत्रिका
न्यूज
पंच

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