

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- No. 5/2, 2nd Floor Kundanahalli Gate, Varthur Road, Opposite
SKR Kalyana Mandapa, Whitefield, Bengaluru Kundalahalli
Bangalore North
Bangalore
Karnataka
560027
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-------------------------------|
| Public Company | Company limited by shares | Indian Non-Government company |
- (v) Whether company is having share capital Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	P3	Sports, recreation, cultural and other education	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THINK & LEARN PRIVATE LIMIT	U80903KA2011PTC061427	Holding	42.88
2	AAKASH EDUTECH PRIVATE LIM	U99999DL2001PTC110324	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	100,000,000	67,708,103	67,708,103	67,708,103
Total amount of equity shares (in Rupees)	500,000,000	338,540,515	338,540,515	338,540,515

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	98,000,000	66,766,437	66,766,437	66,766,437
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	490,000,000	333,832,185	333,832,185	333,832,185
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000	941,666	941,666	941,666
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	10,000,000	4,708,330	4,708,330	4,708,330

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	67,708,103	67708103	338,540,515	338,540,515	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	67,708,103	67708103	338,540,515	338,540,515	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
---	----------------------

Date of registration of transfer (Date Month Year)	<input type="text" value="28/06/2022"/>
--	---

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="17,425"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="5"/>
---	-------------------------------------	---	--------------------------------

Ledger Folio of Transferor	<input type="text" value="33687345"/>
----------------------------	---------------------------------------

Transferor's Name	<input type="text" value="Sultania"/>	<input type="text"/>	<input type="text" value="Hemant"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="10051000"/>
----------------------------	---------------------------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Think and Learn Private Limited"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="04/07/2022"/>
--	---

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="8,929,443"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="5"/>
---	--	---	--------------------------------

Ledger Folio of Transferor		38782430	
Transferor's Name	Chaudhry	Chand	Jagdish
	Surname	middle name	first name
Ledger Folio of Transferee		10051000	
Transferee's Name			Think and Learn Private Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		04/07/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
	Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.) 5

Ledger Folio of Transferor		56634705	
Transferor's Name	Chaudhry		Aashish
	Surname	middle name	first name
Ledger Folio of Transferee		10051000	
Transferee's Name			Think and Learn Private Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		04/07/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
	Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.) 5

Ledger Folio of Transferor		55894401	
Transferor's Name	Chaudhry		Kamla
	Surname	middle name	first name
Ledger Folio of Transferee		11292514	
Transferee's Name	Pvt. Ltd.		Great Learning Education Servi
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		19/08/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	3,588,372	Amount per Share/ Debenture/Unit (in Rs.)	5

Ledger Folio of Transferor		10157091	
Transferor's Name			SINGAPORE VII TOPCO I PTE. LT
	Surname	middle name	first name
Ledger Folio of Transferee		10788198	
Transferee's Name			Byjus Investments Pte. Ltd.
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		19/08/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	25,714	Amount per Share/ Debenture/Unit (in Rs.)	5

Ledger Folio of Transferor		10159013	
Transferor's Name			BCP ASIA ATHENA ESC CAYMA
	Surname	middle name	first name
Ledger Folio of Transferee		10788198	
Transferee's Name			Byjus Investments Pte. Ltd.
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		23/09/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	14,175,620	Amount per Share/ Debenture/Unit (in Rs.)	5

Ledger Folio of Transferor		10157091	
Transferor's Name			Byjus Investments Pte. Ltd.
	Surname	middle name	first name
Ledger Folio of Transferee		10788198	
Transferee's Name			Byjus Investments Pte. Ltd.
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		23/09/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	101,583	Amount per Share/ Debenture/Unit (in Rs.)	5

Ledger Folio of Transferor		10159013	
Transferor's Name			BCP ASIA ATHENA ESC CAYMA
	Surname	middle name	first name
Ledger Folio of Transferee		10788198	
Transferee's Name			Byjus Investments Pte. Ltd.
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

23,858,190,683

(ii) Net worth of the Company

900,726,512

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	28,629,987	42.28	0	
10.	Others	0	0	0	
	Total	28,629,987	42.28	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	12,502,223	18.46	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	26,575,893	39.25	0	
10.	Others	0	0	0	
	Total	39,078,116	57.71	0	0

Total number of shareholders (other than promoters)

7

**Total number of shareholders (Promoters+Public/
Other than promoters)**

8

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	7	7
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	11	1	9	0	0
(i) Non-Independent	1	10	1	7	0	0
(ii) Independent	0	1	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	1	11	1	9	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Raj Kumar Verma	07863479	Whole-time director	0	10/06/2023
Byju Raveendran	03408398	Director	0	
Divya Gokulnath	03415950	Director	0	13/07/2023
Riju Ravindran	03416072	Director	0	13/07/2023
Mrinal Mohit	03416052	Director	0	13/07/2023
Anita Kishore	09207413	Director	0	13/07/2023
Vinay Maniganapalli R	03416094	Director	0	13/07/2023
Pravin Prakash	03415973	Director	0	13/07/2023
Amit Shyam Khansahe	06681380	Additional director	0	29/06/2023
Vishruta Kaul	09652393	Additional director	0	29/06/2023
Vipan Chand Joshi	AELPJ9289D	CFO	0	
Veerendra Kumar Ach	AELPA7502C	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

13

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Hemant Sultania	AMAPS1554K	CFO	30/04/2022	Cessation as CFO
RAMKRISHNAN BA	00770122	Additional director	19/05/2022	Appointment as Additional Dir
AMIT DIXIT	01798942	Director	26/09/2022	Cessation as Director
DEBORAH HICKS C	08590289	Director	28/09/2022	Cessation as Director
JAGDISH CHAND C	00106128	Director	03/10/2022	Cessation as Director
RAJ KUMAR VERM.	07863479	Additional director	03/10/2022	Appointment as Additional Dir
RAJ KUMAR VERM.	07863479	Whole-time director	03/10/2022	Change in Designation from A
Vipan Chand Joshi	AELPJ9289D	CFO	31/10/2022	Appointment as CFO
RAMKRISHNAN BA	00770122	Additional director	12/12/2022	Cessation as Additional Direct
AAKASH CHAUDHF	00106392	Managing Director	19/12/2022	Cessation as Managing Direct
ARAVIND KRISHNA	09045724	Director	27/12/2022	Cessation as Director
AMIT SHYAM KHAN	06681380	Additional director	27/12/2022	Appointment as Additional Dir
VISHRUTA KAUL	09652393	Additional director	11/03/2023	Appointment as Additional Dir

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
NCLT Convened Meeting of	10/06/2022	3	3	100
EXTRA-ORDINARY GENE	03/10/2022	8	6	73.03

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/07/2022	13	9	69.23
2	26/09/2022	12	9	75
3	03/10/2022	11	10	90.91
4	31/10/2022	11	8	72.73
5	24/02/2023	9	4	44.44

C. COMMITTEE MEETINGS

Number of meetings held

4

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	26/09/2022	4	4	100
2	Nomination, Resignation	03/10/2022	2	2	100
3	Audit Committee	03/10/2022	3	3	100
4	Nomination, Resignation	31/10/2022	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2024
								(Y/N/NA)
1	Raj Kumar Ve	3	3	100	0	0	0	Not Applicable
2	Byju Raveend	5	2	40	0	0	0	No
3	Divya Gokulna	5	2	40	0	0	0	Not Applicable
4	Riju Ravindrar	5	5	100	0	0	0	Not Applicable
5	Mrinal Mohit	5	1	20	0	0	0	Not Applicable
6	Anita Kishore	5	3	60	0	0	0	Not Applicable
7	Vinay Manigar	5	3	60	0	0	0	Not Applicable

8	Pravin Prakas	5	5	100	0	0	0	Not Applicable
9	Amit Shyam K	1	1	100	0	0	0	Not Applicable
10	Vishruta Kaul	0	0	0	0	0	0	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Aakash Chaudhry	Managing Direct	44,135,530	20,270,839	0	16,890,505	81,296,874
2	Raj Kumar Verma	Whole-time Dire	5,773,748	0	274,812	1,008,261	7,056,821
	Total		49,909,278	20,270,839	274,812	17,898,766	88,353,695

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Hemant Sultania	Chief Financial C	1,901,576	0	0	147,300	2,048,876
2	Vipan Chand Joshi	Chief Financial C	9,866,376	0	547,769	571,071	10,985,216
3	Veerendra Kumar A	Company Secre	7,557,728	0	585,098	1,414,104	9,556,930
	Total		19,325,680	0	1,132,867	2,132,475	22,591,022

Number of other directors whose remuneration details to be entered

14

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deborah Hicks Qua	Director	0	1,485,616	0	250,000	1,735,616
2	Jagdish Chand Cha	Director	0	0	0	0	0
3	Amit Dixit	Director	0	0	0	0	0
4	Aravind Krishnan Sr	Director	0	0	0	0	0
5	Ramkrishnan Balas	Director	0	639,726	0	500,000	1,139,726
6	Byju Raveendran	Director	0	0	0	0	0
7	Divya Gokulnath	Director	0	0	0	0	0
8	Riju Ravindran	Director	0	0	0	0	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
9	Mrinal Mohit	Director	0	0	0	0	0
10	Pravin Prakash	Director	0	0	0	0	0
11	Anita Kishore	Director	0	0	0	0	0
12	Vinay Maniganapall	Director	0	0	0	0	0
13	Amit Shyam Khansa	Director	0	0		100,000	100,000
14	Vishruta Kaul	Director	0	0	0	0	0
	Total		0	2,125,342	0	850,000	2,975,342

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

The completion of Statutory Audit of Company was delayed for the Financial year ended 31st march, 2022 and hence the Company was not able to hold its Annual General Meeting (AGM) for FY 2022 within the extended time line by 30th December, 2022. The said AGM of Company was held on 24th

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ravi Sharma

Whether associate or fellow

Associate Fellow

Certificate of practice number

10210

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Deepak
Mehrotra

DIN of the director

0*7*3*1*

To be digitally signed by

VEEREND
RA KUMAR
ACHANTA

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

shareholder list.pdf approval letter.pdf Note.pdf AESL-MGT 8 2023.pdf
--

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

FORM NO. MGT.8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
The Companies (Management and Administration) Rules, 2014]**

Certificate by a Company Secretary in Practice

I have examined the registers, records and books and papers of "**Aakash Educational Services Limited**" (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year, correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act and Rules made there under in respect of:
1. Its status under the Act.
 2. Maintenance of registers / records and making entries therein within the time prescribed thereof.
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court, or other authorities within the prescribed time wherever applicable. **However, some e- forms were filed with additional fees with Registrar of Companies.**
 4. The Company has complied with calling / convening / holding meetings of Board of Directors or its committees, if any, the meetings of the members of the Company and the NCLT convened meeting of unsecured creditors on due dates, as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed. **The Annual General Meeting (AGM) for the financial year ended March, 2022 which was to be held within the extended timeline by ROC i.e., 30th December, 2022 could not be convened due to delay in completion of Statutory Audit of the Company for that financial year. The said AGM was held on 24th November, 2023 after completion of statutory audit.**
 5. As per the information provided, the Register of Members was not closed during the year.
 6. As per the information provided, Company has made loan to a company referred in section 185 of the Act and complied with the provisions of the Act in this regard.
 7. As per the information provided, the Company has entered into contracts /arrangements with related parties as specified in section 188 of the Act and complied with the provisions of the Act in this regard.
 8. As per the information provided, the Company has complied with the provisions of the Act with respect to allotment and transfer of securities during the year. Further, there is no transmission or buy back of securities / redemption of preference shares or debentures / alteration or-reduction of share capital / conversion of shares / securities



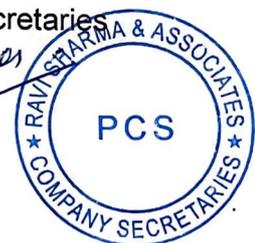
9. As per the information provided, there was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. As per the information provided, the Company has not declared dividend during the aforesaid financial year. The Company was not required to transfer unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.
11. As per the information provided, signing of audited financial statements as per the provisions of section 134 of the Act and Board Report is as per sub-sections (3), (4) and (5) thereof.
12. As per the information provided constitution, appointment, re-appointment(s)/retirement and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them were in compliance of the provisions of the Act and Rules made thereunder.
13. Appointment /re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **Not Applicable for the year.**
14. Approvals required to be taken from the ~~Central Government, Tribunal, Regional Director, Registrar, Court~~ or such other authorities under the various provisions of the Act, wherever applicable is as per the Act.
15. The Company has not invited/ accepted any deposit falling within the purview of Act.
16. As per the information provided, borrowings from ~~its directors, member, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect~~, wherever applicable is as per the Act.
17. The Company has provided loan, security and made investments in compliance with the provisions of section 186 of the Act. The Company has not given any guarantee pursuant to the provisions of section 186 of the Act.
18. As per the information provided, the Company has not made alterations to the provisions of Memorandum and/or Articles of Association of the Company.

Place: Delhi
Date: 27th September, 2024

For and on behalf of
Ravi Sharma & Associates
Company Secretaries

Ravi Sharma

Ravi Sharma
Proprietor
M. No.: F-10767
C.P. No.: 10210
UDIN: F010767F001332111





सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

DATED : 29-09-2023

IN THE MATTER OF M/S AAKASH EDUCATIONAL SERVICES LIMITED CIN U80300KA2007PLC150057

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2023 and the Annual general meeting of the company is due to be held on 30-09-2023 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F64551153 on 18-09-2023 requesting for an extension of time for the purpose of holding AGM on the following grounds

CONSIDERING THE REASONS, EXTENSION OF 03 MONTHS GRANTED SUBJECT TO FILING OF OVERDUE STATUTORY RETURNS (ANNUAL RETURN AND BALANCE SHEET FOR THE FINANCIAL YEAR 2021-22) AS PER THE UNDERTAKING DATED 29.09.2023 GIVEN BY COMPANY SECRETARY OF THE COMPANY

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 03 months 00 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 03 months 00 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,
SANJAY SOOD

Registrar of Companies
RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

AAKASH EDUCATIONAL SERVICES LIMITED
NO.111,8TH CROSS,PARAMOUNT GARDENS,THALAGHATTAPURA,
KANAKAPURA MAIN ROAD, BANGALORE, Bangalore, Karnataka, India,
560062



Note: This letter is to be generated only when the application is approved by RoC office

Note

Clause IV (iii): Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Transfer of equity shares was happened electronically in Demat for each entry. Hence, in the column titled '**Date of registration of transfer (Date Month Year)**' the date of transfer is mentioned instead of Date of registration of transfer and in ledger folio columns client IDs of respective Transferor/Transferee is mentioned.

List of Shareholders of Aakash Educational Services Limited as on 31st March, 2023

Equity Shares:

S. No.	Name of Shareholders	Client ID	No. of Equity Shares held (face value of ₹ 5/- each)
1.	Mr. J C Chaudhry	38782430/11045668	1,23,66,265
2.	Great Learning Education Services Pvt. Ltd.*	11292514	1
3.	Byju's Investments Pte Ltd.	10788198	1,78,91,289
4.	Think & Learn Private Limited	10051000	2,86,29,987
5.	Mr. Hemant Sultania	33687345	24,133
6.	Singapore VII Topco I Pte. Ltd	10157091	76,87,846
7.	BCP Asia Athena ESC (Cayman) Ltd.	10159013	55,091
8.	Mr. Pavan Chauhan	69491476	1,11,825
	Total		6,67,66,437

*Note: The beneficial interest of 1 equity share in the name of Great Learning Education Services Pvt. Ltd. is held by Think & Learn Private Limited.

Equity Shares with Differential Voting Rights (DVR Shares):

S. No.	Name of Shareholders	Client ID	No. of DVR Shares held (face value of ₹ 5/- each)
1	Singapore VII Topco I Pte. Ltd.	10157091	9,34,966
2	BCP Asia Athena ESC (Cayman) Ltd.	10159013	6,700
	Total		9,41,666

For Aakash Educational Services Limited




Veerendra Kumar Achanta
Company Secretary
M. No.: F7355

Address: B-1401, Park View City 2, Sector-49, Sohna Road, Gurgaon-122018