

**CAREER LAUNCHER PRIVATE LIMITED (CIN: U80301DL2021PTC378555)**

**ANNUAL REPORT FOR THE FINANCIAL YEAR 2023-24**

**THE BOARD OF DIRECTORS (AS ON AUGUST 07, 2024)**

**Mr. Satya Narayanan Ramakrishnan**  
**Mr. Gautam Puri**  
**Mr. Nikhil Mahajan\***

Director  
Director  
Additional Director

*\* Appointed on the Board on and with effect from July 12, 2024*

**STATUTORY AUDITORS**  
**(Financial Year 2023-24)**

M/s. NKSC & Co.  
Chartered Accountants  
Firm Registration Number: 20076N

**REGISTERED AND CORPORATE OFFICE**

A-45, First Floor, Mohan Co-operative Industrial  
Estate, New Delhi- 110044

**ISIN:**

INEOP3L01012

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 3<sup>RD</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF CAREER LAUNCHER PRIVATE LIMITED (“THE COMPANY”) WILL BE HELD ON MONDAY, SEPTEMBER 30, 2024 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-45, FIRST FLOOR, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, NEW DELHI-110044, TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

**1. Adoption of Annual Audited Financial Statements for the Financial Year ended March 31, 2024:**

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended on March 31, 2024, along with the reports of the Statutory Auditor and Board of Directors thereon.

**2. Retirement by Rotation:**

To appoint a Director in place of Mr. Satya Narayanan Ramakrishnan (DIN: 00307326), Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible, has offered himself for re-appointment.

To consider and if thought fit, to pass, with or without modifications, the following resolution, as an **Ordinary Resolution:**

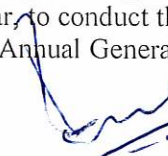
“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded to the re-appointment of **Mr. Satya Narayanan Ramakrishnan (DIN: 00307326)**, Director of the Company, who retires by rotation and being eligible has offered himself for re-appointment, as a Director liable to retire by rotation.”

**3. Re-appointment of M/s. NKSC & Co., Chartered Accountants (Firm Registration No.: 20076N), as the Statutory Auditor of the Company for a period of One (1) year and to fix their remuneration in this regard:**

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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the re-appointment of M/s. NKSC & Co., Chartered Accountants (Firm Registration No.: 20076N), as the Statutory Auditor of the Company for a further period of One (1) year, to conduct the statutory audit for the Financial Year 2024-25, and to hold office till the conclusion of the 4<sup>th</sup> Annual General Meeting to be held





in the Financial Year 2025-26, at such terms and conditions, remuneration and reimbursement of out-of-pocket expenses, as may be agreed upon between the Statutory Auditors and the Management of the Company.

**RESOLVED FURTHER THAT** the Individual Director(s) on the Board of the Company be and are hereby severally authorized, for and on behalf of the Company, to intimate the said auditors about their re-appointment and to file necessary e-forms with the Office of Registrar of Companies, National Capital Territory of Delhi and Haryana and to do all such acts, deeds and things as may be considered necessary in order to give effect to the above resolution.”

**SPECIAL BUSINESS:**

**4. To regularize the appointment of Mr. Nikhil Mahajan (DIN: 00033404), Additional Director, as a Director (Non- Executive, Promoter) of the Company:**

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 Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded to the regularization of the appointment of **Mr. Nikhil Mahajan (DIN: 00033404)**, who was appointed as an Additional Director by the Board of Directors of the Company on and with effect from July 12, 2024, as a Director (Non- Executive, Promoter) of the Company, with his office liable to determination by retirement by rotation.

**RESOLVED FURTHER THAT** the Individual Directors on the Board of the Company be and are hereby severally authorized, for and on behalf of the Company, to do all such acts, deeds and things and to sign all papers, forms, documents, returns etc. and to take all such steps as they may deem necessary, proper or expedient in order to give effect to the above resolution, including filing of the necessary forms/ returns with the Registrar of Companies.”

**For Career Launcher Private Limited**



**Satya Narayanan R**  
Director  
DIN: 00307326



**Address: D-63, Pinnacle Apts, DLF Phase 5,  
Gurgaon, Galleria, DLF-IV Gurgaon, Haryana-122009**

**Date: August 07, 2024  
Place: New Delhi**



**NOTES:**

1. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxy(ies) to attend and vote instead of himself and such proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the Company's Registered Office not less than 48 (Forty Eight) hours before the commencement of the meeting. The instrument appointing the proxy is annexed as **Annexure- A**.

Further, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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.

2. In case of a Corporate Member, a certified true copy of the Board Resolution authorizing the representative to attend and vote on its behalf at the meeting must be sent.
3. Members are requested to bring their copy of Annual Report and attendance slip (enclosed with this notice) with them at the AGM.
4. All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) from 11:00 A.M. to 04:00 P.M. up to the date of the AGM of the Company.
5. Pursuant to Section 102(1) of the Act, the Explanatory Statement in respect of the Item of Special Business mentioned under Item No. 4 above to be transacted at the AGM, is annexed hereto.
6. Additional Information, pursuant to Secretarial Standard- 2 as issued by Institute of Company Secretaries of India with respect to the Directors seeking appointment/ re- appointment is annexed as **Annexure- B**.

**For Career Launcher Private Limited**



**Satya Narayanan R**  
**Director**  
**DIN: 00307326**



**Address: D-63, Pinnacle Apts, DLF Phase 5,**  
**Gurgaon, Galleria, DLF-IV Gurgaon, Haryana-122009**

**Date: August 07, 2024**  
**Place: New Delhi**



**ATTENDANCE SLIP FOR ATTENDING THE 3<sup>RD</sup> ANNUAL GENERAL MEETING**

Venue of the Meeting:

A- 45, First Floor, Mohan Co-operative Industrial Estate,  
New Delhi- 110044.

Date and Time:

Monday, 30<sup>th</sup> day of September, 2024 at 11:30 A.M.

Please fill the attendance slip and hand over at the entrance of the meeting venue

Regd. Folio No./ DP ID & Client ID	
Name of the Shareholder	
No. of Shares	

I certify that I am the registered shareholder/ Proxy for the registered shareholder of the Company holding \_\_\_\_\_ shares.

I hereby record my presence at the 3<sup>rd</sup> Annual General Meeting of Career Launcher Private Limited held on Monday, 30<sup>th</sup> day of September, 2024 at 11:30 A.M. at the Registered Office of the Company situated at A- 45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044.

**Signature of the Member/ Proxy**



**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]

CIN: U80301DL2021PTC378555

Name of the Company: Career Launcher Private Limited



Registered Office: A-45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044

Name of the members (s):
Registered address:
E-Mail Id:
Folio No./ Client ID:
DP ID:

I, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: .....  
Address:  
E-mail Id:  
Signature: ....., or failing him.
  
2. Name: .....  
Address:  
E-mail Id:  
Signature: ....., or failing him
  
3. Name: .....  
Address:  
E-mail Id:  
Signature: ....., or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 3<sup>rd</sup> Annual General Meeting of the Company, to be held on Monday, 30<sup>th</sup> day of September, 2024 at 11:30 A.M. at the Registered Office of the Company situated at A- 45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	For	Against
<b>Ordinary Business</b>			
1.	Adoption of Annual Audited Financial Statements for the Financial Year ended March 31, 2024.		
2.	To appoint a Director in place of Mr. Satya Narayanan Ramakrishnan (DIN: 00307326), Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible, has offered himself for re-appointment.		
3.	Re-appointment of M/s. NKSC & Co., Chartered Accountants (Firm Registration No.: 20076N), as the Statutory Auditor of the Company for a period of One (1) year and to fix their remuneration in this regard		
<b>Special Business</b>			
4.	To regularize the appointment of Mr. Nikhil Mahajan (DIN: 00033404), Additional Director, as a Director (Non-Executive, Promoter) of the Company		

Signed this \_\_\_\_\_ day of September, 2024

Affix Revenue Stamp
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\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of first proxy holder    \_\_\_\_\_  
Signature of second proxy holder    \_\_\_\_\_  
Signature of third proxy holder

**Note:**  
The proxy form 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.

*Satya*



**EXPLANATORY STATEMENT ANNEXED TO THE NOTICE CALLING 3<sup>RD</sup> ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item No. 4:**

**To regularize the appointment of Mr. Nikhil Mahajan (DIN: 00033404), Additional Director, as a Director (Non- Executive, Promoter) of the Company:**

In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Nikhil Mahajan (DIN: 00033404) was appointed as an Additional Director of the Company by the Board of Directors on and with effect from July 12, 2024 and he holds office up to the conclusion of the 3<sup>rd</sup> Annual General Meeting of the Company. Mr. Nikhil Mahajan has offered himself to be re-appointed on the Board of the Company.

A brief Profile of Mr. Nikhil Mahajan is given below:

*He holds a Bachelor's Degree in Electrical Engineering from IIT-(BHU) Varanasi and a Post Graduate Diploma in Management Administration from the IIM-Bangalore. He has over 31 years of experience in the field of finance and education sector.*

The Board feels that the presence of Mr. Nikhil Mahajan on the Board would be immensely beneficial to the Company, and hence recommends Resolution No. 4 for approval of the shareholders of the Company.

Except for Mr. Nikhil Mahajan, being the proposed appointee himself, none of the Directors or their relatives, are in any way, concerned or interested, whether financially or otherwise, in the Ordinary Resolution set out at Item No. 4 to this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of this Notice for approval of the shareholders.

Additional Information, pursuant to Secretarial Standard- 2 as issued by Institute of Company Secretaries of India with respect to the Directors seeking appointment/ re- appointment is annexed as **Annexure- B**.

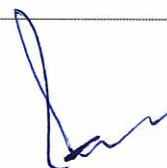
*Satyam*

*[Signature]*

## Annexure- B

**Additional Information, pursuant to Secretarial Standard- 2 as issued by Institute of Company Secretaries of India (“ICSI”) with respect to the Directors seeking appointment/ re- appointment is as follows:**

<b>Particulars</b>	<b>Mr. Satya Narayanan R (DIN: 00307326)</b>	<b>Mr. Nikhil Mahajan (DIN: 00033404)</b>
Date of Birth (Age)	July 13, 1970 54 years	July 06, 1971 52 years
Date of first appointment	March 15, 2021	July 12, 2024
Date of re- appointment	September 30, 2024 (AGM 2024 Date)	September 30, 2024 (AGM 2024 Date)
Qualifications	Bachelor’s degree in Computer Science from St. Stephen’s College, University of Delhi and Post Graduate Diploma in Management from IIM Bangalore.	Bachelor’s degree in Electrical Engineering from IIT-(BHU) Varanasi and a Post Graduate Diploma in Management Administration from IIM-Bangalore.
Experience	He has over 29 years of experience in the education sector.	He has over 31 years of experience in the field of finance and education sector.
Terms and conditions of appointment or re- appointment	He retires by rotation at the ensuing AGM to be held on Monday, September 30, 2024 and being eligible has offered himself for re- appointment.	Appointment of Mr. Nikhil Mahajan, whose term as an Additional Director expires at ensuing AGM, is proposed to be regularized as a Non- Executive Director (Promoter) of the Company
Remuneration sought to be paid	No remuneration is sought to be paid from the Company	No remuneration is sought to be paid from the Company
Remuneration last drawn	Nil	Not applicable
Directorships held in other Companies (as on 31 <sup>st</sup> March, 2024)	As per Annexure- C	As per Annexure- C
Memberships/ Chairmanships of committees of other Board	<b>CL Educate Limited:</b>  Member of Corporate Social Responsibility Committee, and  Chairman of Share Transfer Committee	<b>CL Educate Limited:</b>  Member of Stakeholders’ Relationship Committee.

<b>Particulars</b>	<b>Mr. Satya Narayanan R (DIN: 00307326)</b>	<b>Mr. Nikhil Mahajan (DIN: 00033404)</b>
Number of shares held in the Company as on March 31, 2024	Nil	Nil
Disclosure of relationships between directors inter-se	The proposed appointee director has no relationship with other Directors.	The proposed appointee director has no relationship with other Directors.
Number of Meetings of the Board attended during the year	6 out of 6	He was appointed as an Additional Director on the Board on and w.e.f. July 12, 2024 and therefore, did not attend any meeting held during the Financial Year 2023-24.

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## List of Directorships (other than CLPL) held as on March 31, 2024

## Mr. Satya Narayanan R

S. No.	Name of the Company/ LLP	Designation	Date of Appointment
1	CL Educate Limited	Chairman and Executive Director	25.04.1996
2	Bilakes Consulting Private Limited	Director	10.03.2008
3	Threesixtyone Degree Minds Consulting Private Limited	Director	29.03.2010
4	Z5 WAIN CAPITAL LLP	Designated Partner	30.12.2019
5	CL Educate (Africa) Ltd.	Director	13.01.2020
6	Drstikona Consultancy and Program Management Services Private Limited	Director	10.01.2020
7	Kestone CL Asia Hub. Pte. Ltd.- Singapore	Director	23.12.2020
8	Kestone CL US Limited	Director	June, 2023
9	CL Singapore Hub Pte. Ltd	Director	16.08.2023

## Mr. Nikhil Mahajan

S. No.	Name of the Company/ LLP	Designation	Date of Appointment
1	CL Educate Limited	Whole Time Director	12.10.2001
2	Bilakes Consulting Private Limited	Non-Executive Director	10.03.2008
3	Kestone CL Asia Hub Pte. Ltd. (Singapore)	Non-Executive Director	08.01.2009
4	Kestone CL US Limited (Currently on Deputation to this Company, and drawing Remuneration from here)	Non-Executive Director	22.03.2018
5	CL Educate (Africa) Ltd., (Mauritius)	Non-Executive Director	13.01.2020
6	PT Kestone CLE Indonesia	Non-Executive Director	04.01.2023
7	CL Singapore Hub Pte. Ltd., (Singapore)	Non-Executive Director	16.08.2023
8	Threesixtyone Degree Minds Consulting Private Limited	Non-Executive Director	24.02.2024

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Nikhil

## BOARD'S REPORT 2024

To,  
The Members,  
Career Launcher Private Limited

The Board of Directors of your Company takes pleasure in presenting the 3<sup>rd</sup> Board's Report on the business and operations of Career Launcher Private Limited (hereinafter referred to as the "Company" or "CLPL") together with Company's Audited Financial Statements and the Independent Auditor's Report thereon for the Financial Year ended March 31, 2024.

### **1. FINANCIAL HIGHLIGHTS/ SUMMARY**

There were no business operations during the Financial Year 2023-24. The Company incurred expenses of about Rs. 2.70 Lacs, thereby booking a loss of this amount. Other than this, there are no financial figures/ highlights available.

### **2. STATE OF COMPANY'S AFFAIRS**

Your Company was incorporated on March 15, 2021, as a wholly owned subsidiary of CL Educate Limited with an object to conduct educational and consulting programs relating to various education and career opportunities viz. primary, secondary and higher education, teaching, supplementary and preparatory classes, online training, counseling, university admission services, administrative training, educational consultancy, human resource consultancy, management consultancy, placement services, public relation exercise and software consultancy including providing content and expertise on the internet. Subsequently the status of the Company changed from being a wholly owned subsidiary to a 99% Subsidiary Company of CL Educate Ltd.

The Company has not carried out any business operations during the financial year under review.

### **3. CHANGE IN THE NATURE OF BUSINESS**

There was no change in the nature of business of the Company during the year under review.

### **4. SUBSIDIARIES, JOINT VENTURES & ASSOCIATES**

Your Company does not have any subsidiary or joint venture or associate Company.

### **5. DIVIDEND**

As there were no business operations during the year under review, the Directors do not recommend any dividend for the Financial Year 2023-24.

### **6. CAPITAL STRUCTURE**

As on March 31, 2024, the paid-up Equity Share Capital of the Company was Rs. 1 Lac. The Company did not issue any equity shares during the Financial Year under review.

### **7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

No material changes or commitments have occurred after the closure of the Financial Year till the date of this report, which may affect the financial position of the Company.

**8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, the Company has not advanced any loans, or given any guarantees or made any investments in securities.

**9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All the transactions entered into by the Company with Related Parties during the Financial Year 2023-24 as defined under Section 2(76) and Section 188 of the Companies Act, 2013 were in Ordinary Course of business and at arm's length basis. Suitable disclosures as required under IND AS- 24 have been made in the Note No. 19 to the Financial Statements.

**10. TRANSFER TO RESERVES**

As there were no business operations during the year under review, the Company has not transferred any amount to the Reserves of the Company during the period under review.

Further, the balance of other equity as on 31<sup>st</sup> March, 2024 is Rs. (4.12) Lacs.

**11. EXTRACT OF ANNUAL RETURN**

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Company is not having its own exclusively dedicated website. Therefore, no link of website in pursuance of Section 92(3) is being provided. However, the Annual Return for the Financial Year 2023-24 is being attached as **Annexure- I** to this report.

**12. DISCLOSURE OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS & OUTGO**

The Company does not carry any manufacturing activity, thus, disclosure requirements under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the Company. However, wherever possible and feasible, continuous efforts have been made for conservation of energy and to minimize energy cost and to upgrade the technology with a view to increase the efficiency and to reduce the cost of operations.

During the Financial Year under review, the Foreign Exchange earnings and outgo were Nil.


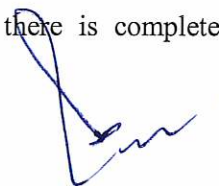
**13. SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)**

Your Company complies with the mandatory Secretarial Standards issued by the ICSI.

**14. INTERNAL FINANCIAL CONTROL SYSTEMS**

While the company didn't have any business operations, however it has a set of robust Internal Financial Control Systems in place, some of which are as under:

1. A robust and fully integrated ERP system to generate real time reports and a fully functional accounting software to help with the accounting needs of the Company;
2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation to keep a check on accounting entries.

3. All the bank accounts are maintained and operated under joint signatories.

There are no adverse remarks or qualified opinion expressed by the Statutory Auditor in its report on Internal Financial Controls over financial reporting under Section 143 of the Act.

## 15. DIRECTORS

### a) Retirement by Rotation at the ensuing AGM

Mr. Satya Narayanan R (DIN: 00307326), Director, who retires by rotation at the 3<sup>rd</sup> Annual General Meeting, and being eligible, has offered himself for re-appointment, is proposed to be re-appointed. A resolution seeking members' approval to the re- appointment of Mr. Satya Narayanan R has been incorporated in the notice convening the 3<sup>rd</sup> AGM of the Company.

### b) Appointments and cessations after the end of the Financial Year 2023-24 till the date of this Report

Mr. Nikhil Mahajan was appointed as an Additional Director (Non- Executive, Promoter) on the Board of the Company on and w.e.f. July 12, 2024, liable to retire by rotation.

### c) Regularization of appointment at the ensuing AGM

Mr. Nikhil Mahajan (DIN: 00033404), appointed as an Additional Director of the Company by the Board of Directors on and with effect from July 12, 2024, holds office till the ensuing Annual General Meeting of the Company, unless appointed thereat. Your Board of Directors recommends that Mr. Nikhil Mahajan's appointment on Board be regularized as a Director (Non-Executive, Promoter) of the Company, with his office liable to determination by retirement by rotation, at the ensuing Annual General Meeting of the Company.

### d) Disclosure of Interest in other concerns

The Company has received the Annual disclosure(s) from all the Directors, disclosing their Directorship/ Interest in other concerns in the prescribed format, for the Financial Years 2023-24 and 2024-25.

The Company has received confirmation from all the Directors that as on March 31, 2024, none of the Directors were disqualified to act as Directors by virtue of the provisions of Section 164(2) of the Act.

## 16. AUDITOR AND AUDITOR'S REPORT

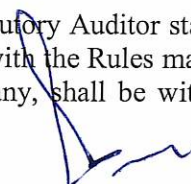
### Statutory Auditor

The term of appointment of M/s. NKSC & Co., Chartered Accountants, having FRN: 20076N as Statutory Auditor of the Company will expire at the ensuing Annual General Meeting of the Company.

The Board of Directors at its meeting held on August 7, 2024 has approved the re- appointment of M/s. NKSC & Co., Chartered Accountants as the Statutory Auditors of the Company to conduct the audit for a further period of One (1) Financial Year i.e. for the Financial Year 2024-25 and to hold office upto the conclusion of the 4<sup>th</sup> Annual General Meeting of the Company to be held in the Financial Year 2025-26, and recommends the same to the shareholders for their approval.

The Company has received written consent and a certificate from the Statutory Auditor stating that they satisfy the eligibility criteria provided under Section 141 of the Act read with the Rules made thereunder and that the re-appointment, if approved by the members of the Company, shall be within the limits

Satya



prescribed under the Act and further confirming that they are not disqualified for such re-appointment pursuant to the applicable provisions of the Act and the Rules made thereunder.

In this respect, the Members are requested to consider approving the re-appointment of M/s. NKSC & Co., Chartered Accountants, having FRN: 20076N, as the Statutory Auditor of the Company for a further term of One (1) year i.e., to hold office from the conclusion of the 3<sup>rd</sup> Annual General Meeting to be held in the Financial Year 2024-25 till the conclusion of the 4<sup>th</sup> Annual General Meeting to be held during the Financial Year 2025-26 and to fix their remuneration in this regard.

#### **Statutory Auditor's Report 2024**

There is no qualification, reservation, adverse remark or disclaimer made by the auditors in the Auditors/ CARO Report.

#### **17. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE ACT OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

The Statutory Auditors of the Company have not reported any fraud to the Board of Directors of the Company under the provisions of Section 143(12) of the Act.

#### **18. CORPORATE GOVERNANCE**

Your Company strives to ensure that best Corporate Governance practices are identified, adopted and consistently followed. Your Company believes that good governance is the basis for sustainable growth of the business and for enhancement of stakeholder value.

As on date, the Company has 3 Directors on Board, all being Non-Executive Directors. There is no Executive Director on Board of the Company. The Company has not paid any remuneration to any of its directors during the year under review.

#### **19. NUMBER OF MEETINGS OF THE BOARD**

Six (6) Board meetings were held during the Financial Year under review. The dates of the Board meetings along with the Board strength and number of Directors present are as stated below:

S. No.	Date	Board Strength	No. of Directors Present
1.	May 10, 2023	2	2
2.	June 22, 2023	2	2
3.	August 02, 2023	2	2
4.	November 03, 2023	2	2
5.	December 18, 2023	2	2
6.	February 02, 2024	2	2

#### **• Attendance at Board Meetings held during the afore-said period:**

<b>Board Meetings held</b>	<b>6</b>
<b>Directors' Attendance</b>	
Mr. Satya Narayanan R	6
Mr. Gautam Puri	6

The Company is/ was not required to constitute any committee of the Board pursuant to the provisions of the Act.

Satya



## 20. CORPORATE SOCIAL RESPONSIBILITY

The said provisions were not applicable to the Company during the year under review.

## 21. RISK MANAGEMENT

The Company has an in-built mechanism in all its operations to mitigate risks inherent to the industry in which the Company is operating.

## 22. WHISTLE BLOWER/ VIGIL MECHANISM

Section 177 of the Act is not applicable to your Company.

Your Company affirms that no complaints were received under the Whistle Blower/ Vigil Mechanism during the Financial Year 2023-24, and no complaint was pending to be resolved as on March 31, 2024.

## 23. DISCLOSURES

- a) No Bonus Shares were declared for the Financial Year 2023-24.
- b) There was no amount which was required to be transferred to the Investor Education and Protection Fund (IEPF).
- c) Your Company has not issued any Equity shares with Differential rights during the Financial Year under review.
- d) Your Company has not issued any Employees Stock options/ Sweat Equity Shares.
- e) Your Company has not redeemed any preference shares or Debentures during the Financial Year under review.
- f) Your Company has not accepted any Public Deposits.
- g) Your Company has not bought back any of its securities during the Financial Year under review.
- h) No significant and material orders have been passed by any regulators or courts or tribunals against the Company impacting the going concern status and Company's operations in future.
- i) The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act, is not applicable on the Company.
- j) During the year under review, neither the Company made any application nor there are any proceedings pending under the Insolvency and Bankruptcy Code, 2016 against the Company.
- k) The requirement of stating the difference between the amount of valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions does not arise, and the same is not applicable on the Company
- l) The provisions related to appointment of Independent Directors are not applicable to the Company. Therefore, no independent director was appointed during the year. Accordingly, the requirement of providing a statement by the Board with regard to integrity, expertise and experience (including the proficiency) of the independent director does not arise.

## 24. POLICY ON PREVENTION, PROHIBITION, REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

During the year under review, there was no employee on the rolls of the Company. Hence the requirement of constituting Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 was not applicable on your Company.

## 25. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(b) of the Act:

- a) in the preparation of the Annual Accounts for the Financial Year ended March 31, 2024, the



- applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the Financial Year ended March 31, 2024 and of the Loss of the Company for that period;
  - c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
  - d) the Directors have prepared the Annual Financial Statements/Annual Accounts on a 'going concern' basis; and
  - e)
  - f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.


## 26. ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's shareholders, vendors and bankers for their support and look forward to their continued support in the future.

**For Career Launcher Private Limited**



**Satya Narayanan R**  
Director  
DIN: 00307326



**Gautam Puri**  
Director  
DIN: 00033548

**Address: D-63, Pinnacle Apts, DLF Phase 5,  
Gurgaon Galleria, DLF-IV Gurgaon,  
Haryana - 122009**

**Address: R-90, Greater Kailash, Part- 1,  
New Delhi – 110048**

**Date: August 07, 2024  
Place: New Delhi**

**Form No. MGT-7  
ANNUAL RETURN**

**As on the financial year ended on 31/03/2024**

**of**

**CAREER LAUNCHER PRIVATE LIMITED**

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN:	U80301DL2021PTC378555						
	Foreign Company Registration Number/GLN	-						
	Permanent Account Number(PAN) of the company	AAJCC3553C						
ii)	a) Name of the Company	CAREER LAUNCHER PRIVATE LIMITED						
	b) Registered office address	A-45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044						
	c) email-ID of the company	compliance@cleducate.com						
	d) Telephone number with STD code	011-41281100						
	e) Website							
iii)	Date of Incorporation	15/03/2021						
iv)	Type of the Company	Private Company						
	Category of the Company	Company limited by shares						
	Sub-category of the Company	Indian Non-Government company						
V	Whether company is having share capital	Yes						
Vi	Whether shares listed on recognized Stock Exchange(s)	No						
	(a) Details of stock exchanges where shares are listed	<table border="1"><thead><tr><th>S. No.</th><th>Stock Exchange Name</th><th>Code</th></tr></thead><tbody><tr><td></td><td></td><td></td></tr></tbody></table>	S. No.	Stock Exchange Name	Code			
S. No.	Stock Exchange Name	Code						

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		1	N.A.	N.A.
		2	N.A.	N.A.
	(b) CIN of the Registrar and Transfer Agent	U99999MH1994PTC076534		
	Name of the Registrar and Transfer Agent	Bigshare Services Private Limited		
	Registered office address of the Registrar and Transfer Agents	Pinnacle Business Park, Office No. S6-2 ,6 <sup>th</sup> floor, Mahakali Caves Road , Next to Ahura Centre, Andheri East, Mumbai, Maharashtra- 400093		
Vii	Financial year From	01/04/2023 to 31/03/2024		
Vii	Whether Annual General Meeting (AGM) held	-		
	(a) If yes, date of AGM	Scheduled to be held on September 30, 2024		
	(b) Due date of AGM	30/09/2024		
	(c) Whether any extension for AGM granted	No		
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	N.A.		
	(e) Extended due date of AGM after grant of extension	N.A.		
	(f) Specify the reasons for not holding the same	N.A.		

#### I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities: 1

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	P4	Educational support services	100

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**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) (not applicable for OPC)**

\*No. of Companies for which information is to be given: 1

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held
1	CL Educate Limited	L74899DL1996PLC425162	Holding	99%

**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	<b>25,100,000</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>
Total amount of equity shares (in rupees)	<b>25,100,000</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>

**Number of classes: 1**

Class of Shares Equity Shares With Voting Rights	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	<b>25,100,000</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>
Nominal value per share (in rupees)	<b>1</b>	<b>1</b>	<b>1</b>	<b>1</b>
Total amount of equity shares (in rupees)	<b>25,100,000</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>

**(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

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**Number of classes .....**

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			
<b>Equity shares</b>						
At the beginning of the year	<b>100,000</b>	<b>0</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>	
<b>Increase during the year</b>						
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

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viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	0	0	0	0	0
<b>Decrease during the year</b>						
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	0	0	0	0	0	0
<b>At the end of the year</b>	<b>100,000</b>	<b>0</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>	<b>0</b>
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	0
<b>Increase during the year</b>	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	0	0	0	0	0	0
<b>Decrease during the year</b>						
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0

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iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
<b>At the end of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**ISIN of the equity shares of the company:** INE0P3L01012

**Details of stock split/consolidation during the year (for each class of shares):** Nil

(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] - No

Separate sheet attached for details of transfers - 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 Previous AGM	03/08/2023
Date of Registration of Transfer	
Type of transfer	
Number of Shares/Debentures/Units Transferred	
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	
Transferee's Name	First Name :- Middle Name :- Surname :-

(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
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

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**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
<b>Total</b>					

**V. Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover: 0****(ii) Net worth of the Company: Rs. (312,470)****(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	10*	0.01	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0



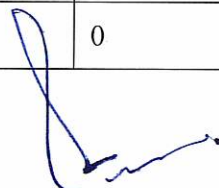

	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	98,990	98.99	0	0
10.	Others	0	0	0	0
	<b>Total</b>	<b>99,000</b>	<b>99</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters) -- 2**

*\*Mr. Gautam Puri holds shares as Nominee of CL Educate Limited*

**(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	1,000	1	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0



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4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	1,000	1	0	0

**Total number of shareholders (other than promoters): 1**

**Total number of shareholders (Promoters + Public/Other than promoters): 3**

**VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	1	1
Debenture holders	0	0

**VIII. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING**

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
<b>Annual General Meeting</b>	03/08/2023	3	3	100

**B. BOARD MEETINGS**

Number of meetings held: 6

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/ 2023	2	2	100
2	22/06/2023	2	2	100
3	02/08/2023	2	2	100
4	03/11/2023	2	2	100
5	18/12/ 2023	2	2	100
6	02/02/2024	2	2	100

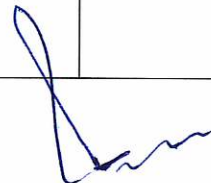
**C. COMMITTEE MEETINGS**

Number of meetings held: 0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance

**D. ATTENDANCE OF DIRECTORS**

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA) Scheduled on 30/09/2024
		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	
1	Gautam Puri	6	6	100	0	0	0	-
2	Satya Narayanan R	6	6	100	0	0	0	-




**X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- Nil****DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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
<b>A. Promoter</b>	0	2	0	2	0	0.01*
<b>B. Non-Promoter</b>	0	0	0	0	0	0
<b>(i) Non-Independent</b>	0	0	0	0	0	0
<b>(ii) Independent</b>	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
<b>(i) Banks &amp; FIs</b>	0	0	0	0	0	0
<b>(ii) Investing institutions</b>	0	0	0	0	0	0
<b>(iii) Government</b>	0	0	0	0	0	0
<b>(iv) Small share holders</b>	0	0	0	0	0	0
<b>(v) Others</b>	0	0	0	0	0	0
<b>Total</b>	0	2	0	0	0	0.01

\*Mr. Gautam Puri holds shares as Nominee of CL Educate Limited

**Details of directors and Key managerial personnel as on the closure of financial year: 2**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year if any)
Satya Narayanan R	00307326	Director	0	-
Gautam Puri	00033548	Director	10*	-

\*Mr. Gautam Puri holds shares as Nominee of CL Educate Limited




**Particulars of change in director(s) and Key managerial personnel during the year: Nil**

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

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	<b>Total</b>						

B. Number of CEO, CFO and Company secretary whose remuneration details to be entered: Nil

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	<b>Total</b>						

C. Number of other directors whose remuneration details to be entered: Nil

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	<b>Total</b>						

**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  
 B. If No, give the reasons/observations

**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**

**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.

Form MGT-8 is not applicable on the Company.

**For Career Launcher Private Limited**



**Satya Narayanan R**  
**Director**

**DIN: 00307326**

**Address: D63 Pinnacle Apts, DLF Phase-5**  
**Gurgaon Galleria, DLF-IV Gurgaon,**  
**Haryana-122009**



**Gautam Puri**  
**Director**

**DIN: 00033548**

**Address: R-90, Greater Kailash,**  
**Part-I, New Delhi -110048**

**Date: August 07, 2024**

**Place: New Delhi**

**CAREER LAUNCHER PRIVATE LIMITED**

List of shareholders as on March 31, 2024

S. No	Name of Director	No. of Shares
1	CL Educate Limited	98,990
2	Mr. Gautam Puri (Nominee of CL Educate Limited)	10
3	Mr. Rakesh Kumar Sehgal	1000
	<b>Total</b>	<b>1,00,000</b>

For Career Launcher Private Limited

  
**Gautam Puri**  
Director  
DIN: 00033548



Address: R-90, Greater Kailash,  
Part-I, New Delhi -110048

Date: August 7, 2024  
Place: New Delhi