

**Independent Auditors' Report
To the Members of Riaan Eduventures Private Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of **Riaan Eduventures Private Limited** ("the Company"), which comprise the balance sheet as at March 31, 2018, the statement of profit and loss and the cash flow statement for the period from June 09, 2017 (being the date of incorporation of the Company) to March 31, 2018, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.

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, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the



appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its loss and its cash flows for the period from June 09, 2017 to March 31, 2018.

Report on Other Legal and Regulatory Requirements

1. Provisions 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 Act are not applicable to the Company as it is covered in the exception list due to non fulfilment of few criteria. Therefore, statement for the matter specified in para 3 & 4 of the Order is not attached.
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, and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;
 - e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) Clause (i) of section 143(3) , with respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, is not applicable pursuant to notification G.S.R 583 (E) dated June 13, 2017, hence not commented upon; and



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigation, hence not commented upon.
 - ii. Company does not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

For S. S. Kothari Mehta & Co
Chartered Accountants
Firm's Registration No. 000756N



Sunil Wahal
Partner
Membership No. 087294

Place: Nagpur

Date: May 28, 2018

	Note	As at 31 March 2018 In ₹
Equity and liabilities		
Shareholders' funds		
Share capital	3	5,00,000
Reserves & surplus	4	(29,069)
Total shareholders' fund		4,70,931
Current liabilities		
Other current liabilities	5	10,000
Total current liabilities		10,000
TOTAL		4,80,931
Assets		
Current assets		
Cash & cash equivalents	6	4,80,931
Total current assets		4,80,931
TOTAL		4,80,931
Significant accounting policies	2	

Accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S.Kothari Mehta & Co.
Chartered Accountants
Firm registration number : 000756N

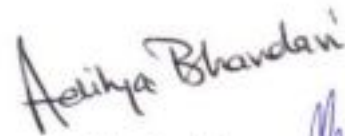
For and on behalf of the Board of Directors
Riaan Eduventures Private Limited.




Sunil Wahal
Partner
Membership No: 087294

Place : Nagpur
Date: 28 May, 2018





Aditya Bhandari
Director
DIN:07637316



Mallika Bajaj
Director
DIN:06382457

Riaan Eduventures Private Limited.
Statement of profit and loss for the period ended 31 March 2018

	Note No.	For the period ended 31 March 2018 in ₹
Revenue		
Revenue from operations		-
Total revenue		-
Expenses		
Other expenses	7	29,069
Total expenses		29,069
Profit before tax		(29,069)
Tax expense		-
Current tax		-
Net profit for the year after tax		(29,069)
Earning per share	16	
1) Basic		(0.01)
2) Diluted		(0.01)
Significant accounting policies	2	

Accompanying notes form an integral part of these financial statements

As per our report of even date

Date: 28 May, 2018

For S.S.Kothari Mehta & Co.

Chartered Accountants

Firm registration number: 000756N




Sunil Wahal

Partner

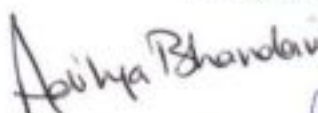
Membership No: 087294

Place : Nagpur

Date: 28 May, 2018



For and on behalf of the Board of Directors
Riaan Eduventures Private Limited.



Aditya Bhandari

Director

DIN:07637316



Malika Baja

Director

DIN:06382457

Riaan Eduventures Private Limited.
Cash Flow Statement for the period ended 31st March 2018.

	For the period ended 31st year, 2018 in ₹
A Cash flows from operating activities	
Profit before tax	(29,069)
Adjustment for non cash and non operating items	-
Operating profit before working capital changes	(29,069)
(Decrease)/increase in other current liabilities	10,000
Cash generated from operations	(19,069)
Income taxes paid (net)	-
Net cash from operating activities	(19,069)
B Cash flows from investing activities	
Net cash from/(used in) investing activities	-
C Cash flow from financing activities	
Proceeds from issue of equity shares	5,00,000
Net cash from financing activities	5,00,000
Net increase in cash and cash equivalents	4,80,931
Cash and cash equivalents at the beginning of the period	-
Total cash and cash equivalents at the end of the period	4,80,931

Accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S.Kothari Mehta & Co.
Chartered Accountants
Firm registration number : 000756N

Sunil Wahal
Partner
Membership No: 087294

Place : Nagpur
Date: 28 May, 2018




For and on behalf of the Board of Directors
Riaan Eduventures Private Limited.

Aditya Bhandari
Director
DIN:07637316

Malika Baje
Director
DIN:06382457

Aditya Bhandari
Malika Baje

1. Corporate information

Riaan Eduventures Private Limited (the Company) incorporated during the financial year 2017-18 as a private limited company on 9th June 2017 in the state of Maharashtra. The Registered office of company is situated at 112 1st Floor, Panchratna CHSL MP Marg Girgaon, Mumbai-400004, Maharashtra, India.

These financial statements are presented in Indian Rupees (Rs.).

2. Significant accounting policies

a) Basis of preparation

These standalone financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India i.e (Indian GAAP) and are in compliance with the Accounting Standards notified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of Companies (Accounts) Rules, 2014 as amended. The Company follows Mercantile System of accounting and recognizes income and expenditure on accrual basis. All assets and liabilities have been classified as current and non-current as per the Companies normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013. The Company has ascertained its operating cycle as 12 months for the purpose of classification of assets and liabilities into current and non-current.

b) Use of estimates

The preparation of standalone financial statements is in conformity with generally accepted accounting principles which requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as on the date of financial statement and the result of operations during the reporting period. Although these estimates are made on reasonable and prudent basis based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

c) Investments

Long term investments are valued at cost with an appropriate provision for permanent diminution in value, if any. Investment that is readily realizable and is intended to be held for not more than one year is valued at lower of cost or realizable value.

d) Property, plant & equipment

i. Property, plant & equipment

Tangible fixed assets are stated at actual cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of



bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

ii. Capital work in progress

Asset that is still not completed and is in process of development is shown as capital work in progress. Capital work in progress is recognised on the basis of stage of its completion. Cost incurred till date is capitalized and once the asset is ready to use it is shifted to the block of fixed assets with unique identity and depreciation is charged accordingly thereafter.

Borrowing costs directly attributable to acquisition of property, plant & equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

e) Depreciation and amortization

Depreciation is provided on the written down value basis at the rates determined based on useful lives of assets, where applicable, prescribed under Schedule II to the Act. Depreciation on assets acquired / sold during the year is provided on pro-rata basis with reference to the date of installation / put to use/ disposal.

The carrying cost of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds their recoverable amounts in accordance with Accounting standard 28 – "Impairment of Assets" which represent the greater of the net selling price of assets & their 'value in use'.

f) Intangible assets:

An intangible asset is recognized, where it is probable that future economic benefits attributable to the asset will flow to the enterprise and where the cost can be reliably ascertained. A prudent basis for recognition of intangible asset is always a key consideration. Intangible asset are stated at cost of acquisition less accumulated amortization and impairment loss, if any. Their technical feasibility and ability to generate future economic benefits is established in accordance with the requirements of Accounting Standard 26, "Intangible Assets."

g) Inventory:

Inventory of traded goods are measured at lower of the cost and net realizable value. Inventory is valued on weighted average basis. Obsolete Inventory is written off to statement of profit and loss and dead stock of inventory is carried at its recoverable amount.



h) Revenue recognition:

i. Sale of goods:

Revenue is recognised when significant risks and rewards of ownership of the goods have passed to the buyer. Revenue is recognized to the extent that it is probable that economic benefits will flow to the Company and revenue can be reliably ascertained. Discounts and concessions are accounted for separately in a similar manner. Revenue from Product sale are recognized upon delivery or when delivered to the carrier and stated net of returns, discounts/price incentives which are estimated and accounted for based on the terms of contract & excludes applicable indirect taxes. Amount received in advance of sale are recorded as Advances from Students/Unearned Revenue.

ii. Service income includes income from:

Supply of infrastructure & other services:

Revenue from Supply of Infrastructure & Other services to corporate and other organizations is recognized on accrual basis.

Training programs:

Revenue from providing Training to Educational as well as Non-Educational Institutions is recognized on accrual basis.

Advertising, broadcasting & marketing services:

Revenue from Advertising & Marketing Services provided to various organizations is recognized on accrual basis.

Management services:

Revenue from Management Services provided to various organizations is recognized on accrual basis.

Income from other operations:

Revenue from other operations is recognized on accrual basis.

Revenue recognition is based on the terms and conditions as per the contracts entered into with the customers. In respect of expired contracts under renewal or where there are no contracts available, revenue is recognized based on the erstwhile contract / provisionally agreed terms and/or understanding with the customers.



iii. **Other income:**

Interest income on fixed deposits is recognized on time proportion basis at applicable interest rates. Dividend income is accounted for when the right to receive it is established.

i) **Retirement and other benefits**

I. **Short term employee benefits:**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render services. Bonus and leave encashment expenditure is charged to statement of profit and loss on accrual basis.

II. **Post-employment benefits:**

i. **Defined Contribution Plans:**

A defined contribution plan is a post-employment benefit plan under which the company makes specified monthly contributions towards Provident Fund. The company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employees renders the related service.

ii. **Defined Benefit Plans:**

Gratuity liability under the Payment of Gratuity Act is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains and losses for the defined benefit plan are recognized in full in the period in which they occur in the statement of profit and loss and are not deferred.

j) **Foreign currency translations**

The transactions in foreign exchange are accounted at the exchange rate prevailing on the date of transactions. Any exchange gains or losses arising on subsequent settlement of such transactions are accounted as income or expenses in the period in which they are settled and arise.

k) **Borrowing costs**

Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such asset are ready to use and is in compliance with GAAP.

l) **Leases**

Operating leases: Assets acquired on lease where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating lease. Lease rentals on assets taken on operating lease are recognized as an expense in the statement of profit and loss.



m) Taxes on income

i. Current tax

Provision for current income tax is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

ii. Deferred tax

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are not recognized on unabsorbed depreciation and carry forward losses unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

iii. Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only 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 Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

n) Provisions, contingent liabilities and contingent assets

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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. 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 reliable estimate of the amount cannot be made, is also termed as contingent liability.

A contingent asset is neither recognized nor disclosed in the standalone financial statements.

o) Earnings per share



Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

p) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

q) Cash flow statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

r) Impairment of assets:

All assets other than inventories, investments and deferred tax asset, are reviewed for impairment, wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. An asset is treated as impaired, when the carrying cost of the asset exceeds its recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

s) Segment reporting:

In accordance with Accounting Standard-17 – "Segment Reporting", the company has only one segment business. The major and material activities of the company are restricted to only one geographical segment i.e. India, hence the secondary segment disclosures are also not applicable.



3. Share capital

	As at 31st March, 2018	
	Number	In ₹
Authorised share capital		
Equity shares of Rs.10/- each	50,000	5,00,000
	<u>50,000</u>	<u>5,00,000</u>
Issued, Subscribed & Paid-up share capital		
Equity Shares of Rs.10/- each	50,000	5,00,000
	<u>50,000</u>	<u>5,00,000</u>

Reconciliation of the number of equity shares outstanding at the beginning and at the end of reporting period

	As at 31st March, 2018	
	Number	In ₹
Shares outstanding at the beginning of the period	-	-
Add: Shares issued in IPO during the period	50,000	5,00,000
Shares outstanding at the end of the period	<u>50,000</u>	<u>5,00,000</u>

Rights, restrictions and preferences attached to equity shares

Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% equity shares in the Company

Name of shareholders	As at 31st March, 2018	
	No. of Shares held	% of Holding
Global Education Limited with nominee holder	50,000	100.00%



	As at 31st March, 2018 in ₹
4. Reserves & surplus	
Surplus / (deficit) in statement of profit and loss :	
Opening balance	-
Add: Net loss for the period	(29,069)
Closing balance	(29,069)
	(29,069)
5. Other current liabilities	As at 31st March, 2018 in ₹
Expenses payable	10,000
	10,000
6. Cash and cash equivalents	As at 31st March, 2018 in ₹
Cash-in-hand	
Balances with Banks in current accounts	4,80,931
	4,80,931
7. Other expenses	For the period ended 31st March 2018 in ₹
Rates & taxes	3,300
Administrative & General Expenses	800
Statutory audit fees	10,000
Preliminary Exp	14,799
Bank charges & commission	170
	29,069



8. **Contingent liabilities** : NIL
9. **Capital and other commitments**: NIL
10. Details of dues to micro and small enterprises as per MSMED Act, 2006 to the extent of information available with the Company:

Particulars	2017-18
	In Rs
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	NIL
The amount of interest paid by the buyer in terms of section 16, of the micro small and medium enterprise development act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	NIL
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under micro small and medium enterprise development act, 2006.	NIL
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the micro small and medium enterprise development act, 2006	NIL
Total	NIL

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. Moreover the Company is in the process of updating its suppliers data, as to the status as a Micro Small & Medium Enterprise with a copy of the Memorandum filed as per the provisions of Section 8 of the Micro Small & Medium Enterprises Development Act, 2006.

11. **Payment to auditors (exclusive of goods and service tax)**

Particulars	2017-18
	In Rs
Statutory audit fees	10,000
Total	10,000



12. Related party transactions in accordance with accounting standard AS-18

I. Holding Company

- a. Global Education Limited

II. Key managerial personnel and their relatives:

S.No.	Name	Relation
1.	Mr. Aditya Bhandari	Nominee Director(w.e.f 09/06/2017)
2.	Ms. Premlata Daga	Nominee Director (w.e.f 09/06/2017 upto 20/03/2018)
3.	Ms. Malika Bajaj	Nominee Director(w.e.f 20/03/2018)

III. Transaction during the year with related parties

Particulars	2017-18
	Rupees
Global Education Limited	
Payment made on behalf of us during the year	18,099
Paid during the year	18,099

IV. Closing Balances:

	Balance Payables	March 31,2018
	Other payable	Rupees
1.	Global Education Limited	-

13. The Company does not have any unhedged foreign currency exposure as at March 31, 2018.

14. There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Accounting Standard (AS)-29 'Provisions, contingent liabilities & contingent assets.

15. Operating Lease

The Company does have any outstanding operating leases.



16. Earnings per share:

Particular	For the year ended 31st March 2018 In Rs
Net Profit/(loss) for the year as per statement of profit & loss (Rs.) attributable to equity shareholder	(29,019)
Number of equity shares at the beginning of the period(No.) of Rs. 10 each	50,000
Number of equity shares at the end of the period(No.) of Rs. 10 each	50,000
Weighted average no. of equity shares outstanding during the period(No.) of Rs. 10 each	50,000
Nominal value of share (Rs.)	10
Earnings per share (Rs.)	
Basic	(0.58)
Diluted	(0.58)

17. Income & expenditure in foreign currency : Nil

18. Details regarding imported and indigenous materials consumed during the year:

Particulars	UoM	Material consumed
		Period ended 31.03.2018
Indigenous	In Rs	NIL
% Consumed		0%
Imported	In Rs	NIL
% Consumed		0%

19. CIF value of imports: Nil

20. Details of opening and closing inventory of finished goods: Nil

21. There are no present obligations requiring provisions in accordance with the guiding principles as enunciated in Accounting Standard (AS)-29 'Provisions, contingent liabilities & contingent assets'

22. In the opinion of the Management there is no reduction in the value of any assets, hence no provision is required in terms of Accounting Standard AS 28 "Impairment of Assets".



Riaan Eduventures Private Limited

Notes forming part of the standalone financial Statements for the period ended March 2018

23. The payment of Bonus Act, 1965 is not applicable to the Company as the number of employees in the Company is below the threshold minimum.
24. The payment of Gratuity Act, 1972 is not applicable to the Company as the number of employees in the Company is below the threshold minimum. Therefore, the Company has no liability on account of retirement benefits.
25. This is first year of the Company, therefore comparative figures and values are not available.

As per our report of even date

For S. S. Kothari Mehta & Co.

Chartered Accountants

Firm registration no. 000756N

For and on behalf of the board of directors of

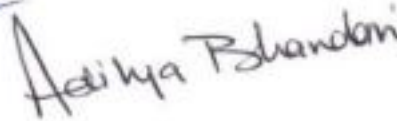
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Sunil Wahal

Partner

Membership No.: 087294



Aditya Bhandari

Director

DIN:07637316



Malika Bajaj

Director

DIN:06382457

Place : Nagpur

Date : 22 May, 2018

