

**Independent Auditor's Report**

To the Members of **Academia Edificio Private Limited**

**Report on the audit of financial statements**

**1. Opinion**

We have audited the accompanying financial statements of Academia Edificio Private Limited ("the Company"), which comprise the balance sheet as at 31 March 2021, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the state of affairs of the Company as at 31 March 2021, and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**2. Basis for opinion**

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

**3. Other information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report along with the annexures, but does not include the financial statements and our auditor's report thereon.

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

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

**4. 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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

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

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

**5. Auditor's responsibilities for the audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

## 6. Report on other Legal and Regulatory requirements

- I. As required by 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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the Order.
- II. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e) On the basis of written representations received from the directors of the Company as on 31 March 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) In our opinion, pursuant to the notification dated 13 June 2017, with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, the reporting under this clause is not applicable to the Company ; and
- g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the act, as amended:

According to information and explanations given to us, the reporting under this clause is not applicable to the Company.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact its financial position;
  - The Company did not have any long-term contracts including derivative contracts having any material foreseeable losses; and
  - There are no amounts required to be transferred, to the Investor Education and Protection Fund by the Company during the period.

For **MGB & Co LLP**

Chartered Accountants

Firm Registration Number: 101169W/W-100035

  
**Sanjay Kothari**  
Partner

Membership Number 048215

Mumbai, 28 June 2021

UDIN : 21048215AAAHE9813

**Annexure - A to the Independent Auditor's Report**

**The Annexure referred to in Paragraph 6(i) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Academia Edificio Private Limited ("the Company") on the financial statements for the year ended 31 March 2021**

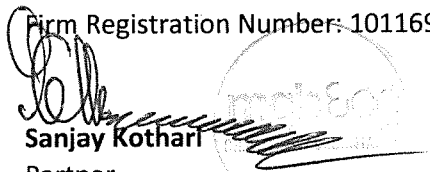
- (i) The Company does not have any fixed assets and hence clause (i) of the order is not applicable to the Company.
- (ii) Considering the nature of business, the Company does not have any inventory and hence clause (ii) of the order is not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not given any loans or guarantees and has not made any Investments and provided securities during the year.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the rules framed thereunder.
- (vi) The Company is not required to maintain the books of accounts pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013. Accordingly, the provisions of clause 3 (vi) of the Order are not applicable to the Company.
- (vii) According to the records of the Company, examined by us and information and explanations given to us:
  - (a) Undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, cess and others as applicable have generally been regularly deposited with the appropriate authorities. There are no undisputed amounts payable in respect of aforesaid dues outstanding as at 31 March 2021 for a period of more than six months from the date they became payable.
  - (b) There are no dues of sales tax, income tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute
- (viii) According to the records of the Company examined by us and the information and explanations given to us, the Company does not have any loans from Government or banks or financial institutions and neither the Company has issued debentures during the year.

- (ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have been informed of any such case by the Management.
- (xi) According to records of the Company examined by us, and information and explanations given to us, the Company has not paid any managerial remuneration during the period and hence the reporting under this clause is not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it.
- (xiii) According to the records examined by us, and information and explanations given to us, all transactions with the related parties are in compliance with Sections 188 of the Act and necessary details as required by the accounting standards have been disclosed in the Financial Statements. Further, as explained to us, provisions of Section 177 are not applicable to the Company.
- (xiv) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with him.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For **MGB & Co LLP**

Chartered Accountants

Firm Registration Number: 101169W/W-100035

  
**Sanjay Kothari**  
Partner  
Membership Number 048215

Mumbai, 28 June 2021

UDIN : 21048215AAAAHE9813

**Academia Edificio Private Limited**

**Balance Sheet as at 31 March 2021**

		(Amount in ₹)	
	Note	31 March 2021	31 March 2020
<b>Assets</b>			
<b>Current Assets</b>			
Financial assets			
Cash and cash equivalents	3	81,272	93,562
Other current assets	4	15,866	12,086
<b>Total Assets</b>		<b>97,138</b>	<b>105,648</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
(i) Equity share capital	5	10,000	10,000
(ii) Other equity	6	(1,072,044)	(298,522)
<b>Total Equity</b>		<b>(1,062,044)</b>	<b>(288,522)</b>
<b>Liabilities</b>			
<b>Non-Current liabilities</b>			
Financial Liabilities			
Borrowings	7	1,061,020	366,724
<b>Current liabilities</b>			
Financial liabilities			
Other financial liabilities	8	42,140	24,160
Other Current Liabilities	9	56,022	3,286
<b>Total current liabilities</b>		<b>98,162</b>	<b>27,446</b>
<b>Total Equity and Liabilities</b>		<b>97,138</b>	<b>105,648</b>

Notes forming part of financial statements

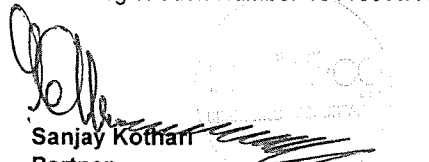
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As per our attached report of even date

**For MGB & Co. LLP**

**Chartered Accountants**

Firm Registration Number 101169W/W-100035

  
**Sanjay Kothari**  
**Partner**  
 Membership Number 048215

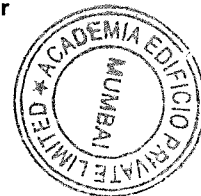
Place : Mumbai

Date : 28 June 2021

**For and on behalf of the Board**

  
**Vikash Kumar Kar**  
**Director**

  
**Vikas Somani**  
**Director**



**Academia Edificio Private Limited**

**Statement of Profit and Loss for the year ended 31 March 2021**


(Amount in Rs.)

	Note	31 March 2021	31 March 2020
<b>Revenue</b>			
Revenue from operations		-	
<b>Total Income</b>		-	
<b>Expenses</b>			
Finance costs	10	747,522	33,214
Other expenses	11	26,000	54,570
<b>Total Expenses</b>		<b>773,522</b>	<b>87,784</b>
<b>Loss before tax</b>		<b>(773,522)</b>	<b>(87,784)</b>
Less : Tax expenses		-	-
<b>Loss after tax</b>		<b>(773,522)</b>	<b>(87,784)</b>
<b>Other comprehensive income</b>		-	-
<b>Total comprehensive loss for the year</b>		<b>(773,522)</b>	<b>(87,784)</b>
<b>Earnings per equity share (face value Rs. 10/- each)</b>			
Basic and Diluted	16	(773.52)	(87.78)

**Notes forming part of financial statements**  
As per our attached report of even date

1-22

**For MGB & Co. LLP**  
**Chartered Accountants**  
Firm Registration Number 101169W/W-100035

  
**Sanjay Kothari**  
**Partner**  
Membership Number 048215

Place : Mumbai  
Date : 28 June 2021

**For and on behalf of the Board**

  
**Vikash Kumar Kar**  
**Director**

  
**Vikas Somani**  
**Director**





**Academia Edificio Private Limited**

**Statement of Cash Flows for the year ended 31 March 2021**

(Amount in ₹)

	Particulars	31 March 2021	31 March 2020
<b>A.</b>	<b>Cash Flow from Operating Activities</b>		
	Loss before tax	(773,522)	(87,784)
	<b>Adjustments for:</b>		
	Interest Expenses	747,032	32,860
	Increase / (Decrease) in trade and other payables	14,126	11,202
	<b>Cash Generated from Operations</b>	<b>(12,364)</b>	<b>(43,722)</b>
	Direct taxes paid	(3,286)	-
	<b>Net Cash used in Operating Activities (A)</b>	<b>(15,650)</b>	<b>(43,722)</b>
<b>B.</b>	<b>Cash Flow from Investing Activities</b>	-	-
	<b>Net Cash from/(used in) Investing Activities (B)</b>	-	-
<b>C.</b>	<b>Cash Flow from Financing Activities</b>		
	Proceeds from Short Term Borrowings- Holding Company	3,360	102,153
	<b>Net Cash from Financing Activities ( C )</b>	<b>3,360</b>	<b>102,153</b>
	<b>Net Cash flow during the year (A+B+C)</b>	<b>(12,290)</b>	<b>58,431</b>
	Cash and cash equivalents at the beginning of the year	93,562	35,131
	<b>Cash and Bank Balances at the end of the year</b>	<b>81,272</b>	<b>93,562</b>

Notes forming part of financial statements


1-22

As per our attached report of even date

**For MGB & Co. LLP**

**Chartered Accountants**

Firm Registration Number 101169W/W-100035

  
**Sanjay Kothari**  
 Partner  
 Membership Number 048215

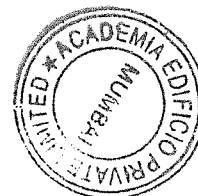
Place : Mumbai

Date : 28 June 2021

**For and on behalf of the Board**

  
**Vikash Kumar Kar**  
 Director

  
**Vikas Somani**  
 Director



**Academia Edificio Private Limited**

**Notes forming part of financial statements**

**1 Corporate information**

Academia Edificio Private Limited ("the Company") was incorporated in State of Maharashtra on 14 January, 2016. Zee Learn Limited, the holding Company holds the entire share capital of the Company.

**2 Basis of preparation of financial statements and other significant accounting policies**

**2.1 Basis of preparation of financial statements**

**(i) Statement of compliances**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, as and when amended and other relevant provisions of the Act and rules framed there under and guidelines issued by Securities and Exchange Board of India (SEBI).

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

The Company's net worth has been fully eroded due to accumulated losses. The negative net worth of the Company as at 31 March 2021 is Rs. 1,062,044 (Rs. 288,521). Though Company has incurred losses, the accounts have been prepared on going concern basis as the Holding Company has given commitment to secure obligation as and when fall due.

The financial statements of the company for the year ended 31 March 2021, were authorised for issue by the Board of Directors at their meeting held on 28 June 2021.

**(ii) Current non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**2.2 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as amended from time to time. There are no such recently issued standards or amendments to the existing standards for which the impact on these financial statements is required to be disclosed.

**2.3 Summary of Significant accounting policies**

**(a) Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

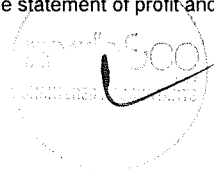
For the purpose of the statement of cash flows, cash and cash equivalents consist of cash at bank and on hand, short-term deposits and balances earmarked, as defined as they are considered its integral part of company's cash management.

**(b) Financial Instruments**

Financial instruments is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**i) Initial Recognition**

Financial assets are recognized when the company becomes a party to the contractual provisions of the financial instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in the statement of profit and loss.



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## Academia Edificio Private Limited

### Notes forming part of financial statements

#### ii) Subsequent Measurement

For the purposes of subsequent measurement, financial assets are classified in four categories:

- i) Debt instruments measured at amortised cost
- ii) Debt instruments measured at fair value through other comprehensive income (FVTOCI)
- iii) Debt instruments measured at fair value through profit or loss (FVTPL)
- iv) Equity instruments measured at FVTOCI or FVTPL

#### Financial assets

Financial assets are classified into the following specified categories: amortised cost, financial assets 'at Fair value through profit and loss' (FVTPL), 'Fair value through other comprehensive income' (FVTOCI). The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

#### Debt Instruments

##### Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. This category generally applies to trade and other receivables.

##### Fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent solely payments of principal and interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

##### Fair value through Profit and Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is considered only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

#### iii) Derecognition of financial assets

The financial asset is derecognised only when

- a) The Company has transferred the rights to receive cash flows from the asset or the rights have expired or
  - b) The Company retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients in an arrangement.
- Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

#### iv) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

#### Financial liabilities and equity instruments

Debt or equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

#### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised on the purchase, sale, issue or cancellation of the Company's own equity instruments.



Academia Edificio Private Limited

Notes forming part of financial statements

v) **Financial liabilities subsequent measurement**

**Classification**

Financial liabilities are recognized when company becomes party to contractual provisions of the instrument. The Company classifies all financial liabilities at amortised cost or fair value through profit or loss.

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities measured at amortised cost**

Financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss.

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

**Derecognition of financial liabilities**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

vi) **Determination of fair value**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

(c) **Borrowings and borrowing costs**

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR.

Borrowing costs attributable to the acquisition or construction of qualifying assets till the time such assets are ready for intended use are capitalised as part of cost of the assets. All other borrowing costs are expensed in the period they occur.

(d) **Provisions, contingent liabilities and contingent assets**

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

(e) **Accounting for taxes on income**

Tax expense comprises of current and deferred tax.

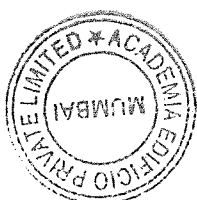
**Current tax**

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**Deferred tax**

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.



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## Academia Edificio Private Limited

### Notes forming part of financial statements

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

#### Presentation of current and deferred tax

Current and deferred tax are recognized as income or an expense in the statement of profit and loss, except to the extent they relate to items recognized in other comprehensive income, in which case, the current and deferred tax income / expense are recognised in other comprehensive income.

#### (f) Earnings per share

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

#### (g) Use of estimate

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

#### (h) Critical accounting judgment and estimates

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

#### i) Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably, are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

#### ii) Impairment testing

a. Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered, or on more detailed reviews of individually significant balances.

b. Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

#### iii) Tax

a) The Company's tax charge is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

b) Accruals for tax contingencies require management to make judgments and estimates in relation to tax audit issues and exposures.

c) The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Company in which the deferred tax asset has been recognized.

#### iv) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.



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**Academia Edificio Private Limited**  
Notes forming part of the Financial Statements

(Amount in ₹)

	31 March 2021	31 March 2020
<b>3 Cash and cash equivalents</b>		
Balances with Banks - in current accounts	81,272	93,562
<b>Total</b>	<b>81,272</b>	<b>93,562</b>

(Amount in ₹)

	31 March 2021	31 March 2020
<b>4 Other current assets</b>		
Balances with government authorities - Advance indirect tax	15,866	12,086
<b>Total</b>	<b>15,866</b>	<b>12,086</b>

(Amount in ₹)

	31 March 2021	31 March 2020
<b>5 Equity share Capital</b>		
<b>Authorised</b>		
10,000 (10,000) Equity Shares of ₹ 10/- each	100,000	100,000
<b>Total</b>	<b>100,000</b>	<b>100,000</b>
<b>Issued , Subscribed and Paid up</b>		
1,000 (1,000) Equity Shares of ₹ 10/- each fully paid up	10,000	10,000
<b>Total</b>	<b>10,000</b>	<b>10,000</b>

**a) Reconciliation of number of Equity shares and Share capital**

	31 March 2021		31 March 2020	
	Number of equity shares	₹	Number of equity shares	₹
At the beginning of the year	1,000	10,000	1,000	10,000
Add : Changes during the year	-	-	-	-
Outstanding at the end of the year	<b>1,000</b>	<b>10,000</b>	<b>1,000</b>	<b>10,000</b>

**b) Terms/ rights attached to equity shares**

The Company has only one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

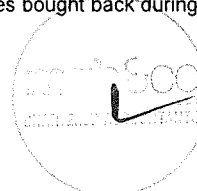
**c) Details of equity shareholders holding more than 5 % of the aggregate shares in the Company**

Name of the Shareholders	31 March 2021		31 March 2020	
	Number of equity shares	% Shareholding	Number of equity shares	% Shareholding
Zee Learn Limited	1,000	100%	1,000	100%

**d) Details of Shares held by Holding Company**

Name of the Shareholders	31 March 2021		31 March 2020	
	Number of equity shares	% Shareholding	Number of equity shares	% Shareholding
Zee Learn Limited	1,000	100%	1,000	100%

**e) There are no bonus shares issued, shares issued for consideration other than cash or shares bought back during 5 years preceeding 31 March 2021.**



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**Academia Edificio Private Limited**  
**Notes forming part of the Financial Statements**

	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>6 Other equity</b>		
<b>Retained earnings</b>		
Deficit in the Statement of Profit and Loss		
As per last Balance Sheet	(298,522)	(210,738)
Add : Loss for the year	(773,522)	(87,784)
<b>Total</b>	<b>(1,072,044)</b>	<b>(298,522)</b>

Retained earnings represent the accumulated earnings net of losses if any made by the Company over the years

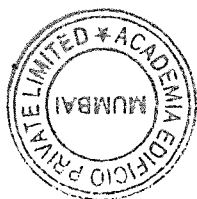
	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>7 Borrowings</b>		
Intercompany Deposit from Holding Company - Unsecured (Carries Interest @ 12.5% p.a.)	1,061,020	366,724
<b>Total</b>	<b>1,061,020</b>	<b>366,724</b>

	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>8 Other current financial liabilities</b>		
Other payables		
-total outstanding dues of micro enterprises and small enterprises (refer note 12)	-	-
-total outstanding dues other than micro enterprises and small enterprises	42,140	24,160
<b>Total</b>	<b>42,140</b>	<b>24,160</b>

	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>9 Other current liabilities</b>		
Statutory dues payable	56,022	3,286
<b>Total</b>	<b>56,022</b>	<b>3,286</b>

	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>10 Finance costs</b>		
Interest - intercompany deposit	747,032	32,860
Bank charges	490	354
<b>Total</b>	<b>747,522</b>	<b>33,214</b>

	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>11 Other expenses</b>		
Rates and taxes	-	918
Legal and professional charges	6,000	14,500
Payment to auditors		
- Audit fees	20,000	20,000
- Taxation and other matters	-	19,152
<b>Total</b>	<b>26,000</b>	<b>54,570</b>



2021-03-31  
 2020-03-31

**12 Information required under Section 186(4) of the Companies Act, 2013.**

- (a) The Company has not given any loan during the year  
 (b) There are no investments made during the year  
 (c) The Company has not given guarantees or provided any securities during the year

**13 Micro, small and medium enterprises**

Other payables- Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMEDA), which came into force from October 02, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, which have registered with the competent authorities.

	(Amount in ₹)	
	31 March 2021	31 March 2020
Principal amount remaining unpaid to any supplier as at the year end (including provisions)	-	-
Interest due thereon	-	-
Amount of interest paid by the company in terms of section 16 of the MSMEDA, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
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 the MSMEDA	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-

**14 Taxes on Income**

- (a) In the absence of taxable income during the year, provision for current tax is not required  
 (b) There are no timing differences as per AS 22 "Accounting for Taxes on Income" issued by ICAI, hence deferred tax assets / liabilities are not accounted for.

**15 Related party disclosures****Holding Company**

Zee Learn Limited

**Fellow subsidiaries**

Digital Ventures Private Limited

Liberium Global Resources Private Limited

MT Educare Limited

Lakshya Forum for Competitions Private Limited (formerly known as Lakshya Educare Private Limited)

MT Education Services Private Limited

Chitale's Personalised Learning Private Limited

Sri Gayatri Educational Services Private Limited

Robomate Edutech Private Limited

Letspaper Technologies Private Limited

Labh Ventures India Private Limited

**Transactions with related parties during the year.**

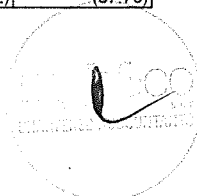
	(Amount in ₹)	
	31 March 2021	31 March 2020
<b>Short-term borrowings</b>		
Holding Company	3,360	102,153
<b>Interest expense</b>		
Holding Company	747,032	32,860
<b>Balances as at</b>		
	31 March 2021	31 March 2020
<b>Short-term borrowings</b>		
Holding Company	1,061,020	366,724

**16 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

	(In Rupees)	
	31 March 2021	31 March 2020
Loss after tax	(773,522)	(87,784)
Weighted average number of equity shares (in numbers)	1,000	1,000
Nominal value per share	10	10
Basic and diluted earnings per share	(773.52)	(87.78)





## Notes forming part of the financial statements

## 17 Financial Instruments

## i) Financial risk management objective and policies

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

The Company is exposed to market risk, credit risk and interest risk. The Company's management oversees these risks.

## a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

## i) Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

## b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

## Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements.

(Amount in ₹)

31 March 2021	Maturity profile		
	Less than 1 year	More than year	Total
Financial liabilities Measured at amortised cost Borrowing	-	1,061,020	1,061,020

31 March 2020	Maturity profile		
	Less than 1 year	More than year	Total
Financial liabilities Measured at amortised cost Borrowing	-	366,724	366,724

Categories of financial instruments	31 March 2021	31 March 2020
Financial assets Measured at amortised cost Cash and cash equivalents	81,272	93,562
Financial liabilities Measured at amortised cost Borrowing	1,061,020	366,724

Fair value of above financial assets and financial liabilities are same as its carrying value.

## 18 Disclosure pertaining to Ind AS 116 "Lease"

- i) There is no impact on adoption of Ind AS 116.  
ii) There are no expenses relating to short-term leases.

## 19 The World Health Organization (WHO) on 11 March 2020 declared the outbreak of COVID-19, a novel strain of Coronavirus, a pandemic. The extent of the impact of the outbreak on the Company's future operational and financial performance will depend on certain developments, including the duration and spread of the outbreak, impact on the Company's customers, employees and vendors, and Governmental, regulatory and private sector responses. However there is no impact of the outbreak on the financial statements.

## 20 There are no contract cost assets and contract liabilities as at beginning and at the end of the financial year. Further, revenue recognised during the year from performance obligation satisfied (or partially satisfied) in previous period is Nil.

## 21 Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" as under :

(Amount in ₹)

	31 March 2020	Cash Inflows	Cash Outflows	Non Cash changes	31 March 2021
				Interest accrued	
Short term borrowings	366,724	3,360	-	690,936	1,061,020

## 22 Previous years figures have been regrouped, rearranged or recasted wherever necessary to conform to this years classification. Figures in brackets pertain to previous year.

