



FUSION KLASROOM EDUTECH PVT LTD

NOTICE

SHORTER NOTICE is hereby given that the **6th Annual General Meeting** of the Members of **FUSION KLASROOM EDUTECH PRIVATE LIMITED** will be held on **Friday, 30th September, 2022 at 10.00 A.M.** through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS:

Item No. 1: Adoption of Financial Statements:

To receive consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2022, along with the Reports of the Board of Directors and Auditors thereon.

To consider and if deemed fit, to give assent or dissent to the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March 2022 along with the reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted.”

**For and on behalf of the Board of Directors
For FUSION KLASROOM EDUTECH PRIVATE LIMITED**

Dhruv Javeri

**Dhruv Nikhil Javeri
Director
Din: 07638355**

Place : Mumbai

Dated : 28th September, 2022

NOTES:-

1. A member entitled to attend and vote at the annual general meeting is entitled to appoint proxy/ proxies to attend and vote on poll instead of himself/ herself and the proxy/ proxies need not be a member of the company. A proxy form is sent herewith. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, route map and attendance slip are not annexed to this notice.
2. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the AGM.

Dhruv Javeri

Ground floor Matru Prabha, opp jain temple, Road no 7, Daulat Nagar,
Borivali (East), Mumbai-400066

— 9833551954

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FUSION KLASROOM EDUTECH PRIVATE LIMITED

Regd. Office: MATRUPRABHA PLOT N0-78 CTS N0-2731 DAULAT NAGAR ROAD 7, BORIVALI
EAST MUMBAI Mumbai City MH 400066 IN
CIN: U74999MH2016PTC287390

DIRECTOR'S REPORT

To,

The Members,

Your directors have pleasure in presenting their Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2022.

1. Financial summary or highlights/Performance of the Company

The Board's Report shall be prepared based on the standalone financial statements of the company.

Particulars	(Rs. In Lakhs)	
	Current Year (2022)	Previous Year (2021)
Net Sales /Income from Business Operations	169.17	60.13
Other Income	2.11	0.92
Total Income	171.28	61.06
Profit before Tax	(106.23)	(44.90)
Less Current Income Tax	--	--
Less Short Provision for Tax	--	--
Less Previous year adjustment of Income Tax	--	--
Less Deferred Tax	--	--
Net Profit/Loss after Tax	(106.23)	(44.90)
Earnings per share (Basic)	(630.43)	(332.09)

2. Change in the nature of business, if any

There is no change in the nature of business.

3. Directors and Key Managerial Personnel

The constitution of board during the year is as follows:

S. No.	Name	Designation	Date of appointment	Date of cessation & Mode of Cessation
1.	Mr. DHUMIL NIKHIL JAVERI	DIRECTOR	03/11/2016	--
2.	Ms. ALKA NIKHIL JAVERI	DIRECTOR	03/11/2016	--
3.	Mr. DHRUV NIKHIL JAVERI	DIRECTOR	03/11/2016	--

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4. Board Meetings:

During the Financial Year 2021-22, the Company held 6 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

5. Auditors:

The Members at the Annual General Meeting of the company held on 31st December, 2020, appointed M/s. AVHP & Company LLP, Chartered Accountants (FRN W100671) as Statutory Auditors of the Company to hold office for a term of 5 years i.e. from the conclusion of this Annual General Meeting (AGM) till the conclusion of sixth Annual General Meeting to be held in the year 2025.

Company has received certificate from the Auditors to the effect they are not disqualified to continue as statutory auditors under the provisions of the applicable laws.

6. Auditors' Report

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

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 occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report like settlement of tax liabilities, operation of patent rights, depression in market value of investments, institution of cases by or against the company, sale or purchase of capital assets or destruction of any assets etc.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future: (Not Applicable)

8. Directors' Responsibility Statement:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had 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 at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

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(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors, in the case of a **listed company**, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

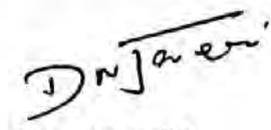
(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. Acknowledgements:

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

Place: Mumbai
Date: 05.09.2022

For and on behalf of the Board of Directors



Dhruv Javeri
Din-07638355



Dhumil Javeri
Din- 07638197



INDEPENDENT AUDITOR'S REPORT

TO
THE MEMBERS OF FUSION KLASROOM EDUTECH PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of M/s FUSION KLASROOM EDUTECH PRIVATE LIMITED ("the Company") which comprises the Balance Sheet as at 31st March 2022 and the Statement of Profit & Loss Account for the year then ended and notes to the financial statements, including a summary of Significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanation given to us, the aforesaid financial statements give the information required by the Companies Act 2013 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 on 31st March 2022 and its profit/loss, changes in equity (if any) for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act 2013 ("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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Annual Report, namely Financial Performance, Director's Report including Annexure to the Director's Report etc.; but does not include the financial statements and our auditor's report thereon. The information is expected to be made available to me after the date of this auditor's report.

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

Management's Responsibility and those charged with Governance 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. Changes in equity 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.

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 the 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 financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

Our objective is to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is high level of assurance, but it is not a guarantee that an audit is 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 assessed 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 of higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an undertaking of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(1)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.



- Conclude on the appropriateness of Management's use of going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events and 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 audit 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.

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

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

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

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

Report on Other Legal & Regulatory Requirements

1. In our opinion and according to the information and explanations given to us by the management and records examined by us, in our opinion, matters required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, a statement on the matters specified in paragraphs 3 and 4 of the said order are not applicable to the company as company being small company as per section 2(85) of the Companies Act 2013 for the period under review.
2. As required by Section 143(3) of the Act, we report that: -
 - i. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;



A V H P & COMPANY LLP

- ii. In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;
- iii. The Balance Sheet and Statement of Profit and Loss Account dealt with this report are in agreement with the books of accounts;
- iv. In our opinion, the Balance Sheet and Statement of Profit and Loss Account with this report comply with Indian Accounting Standards specified under section 133 of the Act, read with Rules issued thereunder.
- v. On the basis of written representation received from the directors, as at 31st March 2022 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2022 from being appointed as a director in terms of Section 164(2) of the Companies Act 2013;
- vi. With reference reporting on the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls in our opinion such reporting is not required as per the provisions of section 143(3) (i) of the Companies Act 2013;
- vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Companies Act 2013 as amended, the provisions of Section 197 of the Companies Act 2013 as regards managerial remuneration are not presently applicable to the Company; and
- viii. With respect to Other matter 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 me: -
 - a. The company does not have any pending litigations which would impact its financial position;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For A V H P & COMPANY LLP
Chartered Accountants
Firm Registration No.: W100671



HITESH MOTILAL PUROHIT
Partner
Membership No. 147968
UDIN: 22147968AWHQHD1950
Place: Mumbai
Date: 5th September, 2022



FUSION CLASSROOM EDUTECH PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2022

₹ In Lakhs

Particulars		Note No.	As at 31.03.2022	As at 31.03.2021
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	a) Share capital	1	1.69	1.35
	b) Reserves and surplus	2	209.77	-97.71
			211.45	-96.36
2	Non-Current Liabilities			
	Long term borrowings	3	42.66	57.01
			42.66	57.01
3	Current liabilities			
	a) Trade payables	4	0.10	2.21
	b) Other current liabilities	5	8.77	14.75
	c) Short term borrowings	6	16.98	44.44
			25.86	61.39
	TOTAL EQUITY AND LIABILITIES		279.97	22.05
B	ASSETS			
1	Non-current assets	7		
	i) Property, Plant and Equipment		11.18	2.07
	ii) Intangible assets		49.55	12.51
	Net Block		60.73	14.58
2	Current assets			
	a) Financial assets			
	i) Current investments	8	107.16	5.03
	ii) Trade receivables	9	2.66	0.00
	iii) Cash & cash equivalents	10	108.14	2.43
	iv) Others		-	-
	b) Other current assets	11	1.28	0.00
			219.23	7.46
	TOTAL ASSETS		279.97	22.05
	Notes (including significant accounting policies) on Financial Statements	18		

As per our attached report of even date
For A V H P & COMPANY LLP
Chartered Accountants
ICAI Firm Registration No.: W100671

For and on behalf of the Board Directors

Hitesh Motilal Purohit
Partner
M. NO.: 147968

Place: Mumbai
Date: 5th September 2022
UDIN: 22147968AWHQHD1950



Alka Javeri
Director
DIN: 07638198

Place: Mumbai
Date: 5th September 2022

Dhruv Javeri
Director
DIN: 07638355

Dhumil Javeri
Director
DIN: 07638197

FUSION CLASSROOM EDUTECH PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

₹ In Lakhs

Particulars	Note No.	For the year ended 31.03.2022	For the year ended 31.03.2021
INCOME			
1 Revenue From Operations	12	169.17	60.13
2 Other income	13	2.11	0.92
3 Total Revenue (1+2)		<u>171.28</u>	<u>61.06</u>
EXPENSES			
a) Cost of materials consumed		-	-
b) Operating Expenses	14	96.82	31.09
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade		-	-
d) Employee benefits expenses	15	44.45	33.76
e) Finance Cost	16	14.29	16.87
f) Depreciation	7	7.46	3.23
g) Other Expenses	17	114.49	21.02
Total expenses		<u>277.50</u>	<u>105.96</u>
5 Profit from ordinary activities before tax		-106.23	-44.90
Tax expense			
a) Current tax expense		-	-
b) Deferred tax		-	-
Total Tax expenses		-	-
7 Profit/(Loss) from ordinary activities after tax) [5-6]		-106.23	-44.90
8 Extraordinary Items		0.00	0.00
9 Profit/(Loss) for the year [7-8]		-106.23	-44.90
10 Other Comprehensive Income		-	-
11 Total Comprehensive Income [9+10]		-106.23	-44.90
Earning per Equity share (Rs.10/- each)			
a) Basic		(630.43)	(332.09)
b) Diluted		(630.43)	(332.09)
Notes (including significant accounting policies) on Financial Statements	18		

As per our attached report of even date
For A V H P & COMPANY LLP
Chartered Accountants
ICAI Firm Registration No.: W100671

For and on behalf of the Board Directors

Hitesh Motilal Purohit
Partner
M. NO.: 147968
Place: Mumbai
Date: 5th September 2022
UDIN: 22147968AWHQHD1950



Alka Javeri
Alka Javeri
Director
DIN: 07638198
Place: Mumbai
Date: 5th September 2022

Dhruv Javeri
Dhruv Javeri
Director
DIN: 07638355

Dhumil Javeri
Dhumil Javeri
Director
DIN: 07638197

NOTES FORMING THE PART OF THE FINANCIAL STATEMENTS

₹ In Lakhs

Note No.	Particulars	As at 31.03.2022		As at 31.03.2021	
1	SHARE CAPITAL				
	AUTHORISED				
	20,000 (P.Y. 20,000) Equity Shares of Rs.10/- each		3.00		2.00
	10,000 (P.Y. 0) Compulsorily Convertible Preference Shares of Rs. 10/- each				
	ISSUED, SUBSCRIBED AND PAID UP				
13,521 (P.Y. 13,521) Equity Shares of Rs.10/- each fully paid up		1.35		1.35	
3,329 (P.Y. 0) Compulsorily Convertible Preference Shares of Rs.10/- each fully paid up		0.33		0.00	
	Total		1.69		1.35
a) i) Reconciliation of number of shares (Equity Shares)					
	Particulars	As at 31 March, 2022		As at 31 March, 2021	
		Number	Rs.	Number	Rs.
	Shares outstanding at the beginning of the year	13,521	1.35	13,521	1.35
	Shares Issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	13,521	1.35	13,521	1.35
a) ii) Reconciliation of number of shares (Preference Shares)					
	Particulars	As at 31 March, 2022		As at 31 March, 2021	
		Number	Rs.	Number	Rs.
	Shares outstanding at the beginning of the year	-	0.00	-	0.00
	Shares Issued during the year	3,329	0.33	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	3,329	0.33	-	0.00
b) Rights, preferences and restrictions attached to shares :					
The Company has Two class of Shares - Equity Shares & Compulsorily Convertible Preference Shares having a par value of ₹ 10/- per share.					
1.1 Details of shares held by each share holders holding more than 5 % shares.					
	Name of the Shareholders	As at 31 March, 2022		As at 31 March, 2021	
		Number of shares	%	Number of shares	%
	Mrs. Alka Javeri	5,200	30.86	5,200	38.46
	Mrs. Deepti Choudhary	1,192	7.07	1,192	8.82
	Mr. Dhruv Javeri	2,400	14.24	2,400	17.75
	Mr. Dhumi Javeri	2,400	14.24	2,400	17.75
	M/s Mohan Mechem Projects Private Limited	1,024	6.08	1,024	7.57
1.2 Shares held by promoters at the end of the year					
	Sr. No.	Promoters Name	No. of Shares	% of total shares	Reduction in % to total holding during the year
	1	Mrs. Alka Javeri	5,200	30.86	7.60%
	2	Mr. Dhruv Javeri	2,400	14.24	3.51%
	3	Mr. Dhumi Javeri	2,400	14.24	3.51%
		Total	10,000	59.35	14.61%
2 RESERVE AND SURPLUS					
SURPLUS / (DEFICIT) IN STATEMENT OF PROFIT AND LOSS					
(i) Securities Premium					
				As at 31.03.2022	As at 31.03.2021
	Opening Balance			161.15	161.15
	Additions during the year			413.70	0.00
	Closing balance			574.85	161.15
(ii) Surplus/(Deficit) In Statement of Profit And Loss/Profit & Loss Appropriation					
	Opening balance			-258.86	-213.96
	Add: Profit for the year			-106.23	-44.90
	Closing balance			-365.09	-258.86
			Total (i+ii)	209.77	-97.71



Arjun

D. N. Javeri

D. N. Javeri

FUSION CLASSROOM EDUTECH PRIVATE LIMITED
NOTES FORMING THE PART OF THE FINANCIAL STATEMENTS

₹ In Lakhs

Note No.	Particulars	As at 31.03.2022	As at 31.03.2021			
3	LONG-TERM BORROWINGS					
	a) Secured					
	Loan from Banks	-	-			
	Loan from NBFC	-	-			
	(i)	-	-			
	b) Unsecured					
	Loan from Banks	9.04	9.17			
	Loan from NBFCs	29.86	42.83			
	Loan from Directors	3.76	5.01			
	(ii)	42.66	57.01			
	Total (i+ii)	42.66	57.01			
4	TRADE PAYABLES					
	(i) Undisputed Dues - Micro and Small Enterprises	-	-			
	(ii) Undisputed Dues - Others	0.10	2.21			
	(iii) Disputed Dues - MSME	-	-			
	(iv) Disputed Dues - Others	-	-			
	Total	0.10	2.21			
4A	Trade Payables Ageing Schedule					
	a) As at 31 March, 2022					
	PARTICULARS	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	more than 3 years	Total
	(i) Undisputed Dues - Micro and Small Enterprises	-	-	-	-	-
	(ii) Undisputed Dues - Others	0.09	0.02	-	-	0.10
	(iii) Disputed Dues - MSME	-	-	-	-	-
	(iv) Disputed Dues - Others	-	-	-	-	-
	TOTAL	0.09	0.02	0.00	0.00	0.10
	b) As at 31 March, 2021					
	PARTICULARS	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	more than 3 years	Total
	(i) Undisputed Dues - Micro and Small Enterprises	-	-	-	-	-
	(ii) Undisputed Dues - Others	0.96	0.99	0.25	-	2.21
	(iii) Disputed Dues - MSME	-	-	-	-	-
	(iv) Disputed Dues - Others	-	-	-	-	-
	TOTAL	0.96	0.99	0.25	0.00	2.21
5	OTHER CURRENT LIABILITIES	As at 31.03.2022	As at 31.03.2021			
	Interest on Debentures	-	1.94			
	Audit Fees Payable	0.85	0.40			
	Deposits from Customers / Others	-	0.10			
	Remuneration payable to directors	-	0.45			
	Salary Payable	2.28	1.50			
	Statutory Liabilities	5.65	4.85			
	Other Payables	-	5.51			
	Total	8.77	14.75			
6	SHORT TERM BORROWINGS					
	Current Maturities of Long Term Debt	16.98	14.44			
	Fully Convertible Debentures	-	30.00			
	Total	16.98	44.44			



Dr. J. Anand

Dr. J. Anand

FUSION CLASSROOM EDUTECH PRIVATE LIMITED
NOTES FORMING THE PART OF THE FINANCIAL STATEMENTS

		₹ In Lakhs			
Note No.	Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021		
7	PROPERTY, PLANT AND EQUIPMENT				
a)	Property, Plant and Equipment	18.93	8.06		
	Gross Block	7.75	5.98		
	Depreciation	11.18	2.07		
	Net Block				
b)	Intangible assets	59.39	16.66		
	Gross Block	9.84	4.14		
	Depreciation	49.55	12.51		
	Net Block				
	Total Net Block	60.73	14.58		
8	CURRENT INVESTMENTS				
	Deposit with Banks	107.16	5.03		
	Total	107.16	5.03		
9	TRADE RECEIVABLES				
	Undisputed - Considered Good	2.66	-		
	Undisputed - Considered Doubtful	-	-		
	Disputed - Considered Good	-	-		
	Disputed - Considered Doubtful	-	-		
	Total	2.66	-		
9A	Trade Receivables Ageing Schedule				
a)	As at 31 March, 2022	Outstanding for following periods from due date of payment			
	Particulars	Less than 1 year	1-2 years	2-3 years	more than 3 years
					Total
	Undisputed - Considered Good	2.66	-	-	2.66
	Undisputed - Considered Doubtful	-	-	-	-
	Disputed - Considered Good	-	-	-	-
	Disputed - Considered Doubtful	-	-	-	-
	Total	2.66	-	-	2.66
b)	As at 31 March, 2021	Outstanding for following periods from due date of payment			
	Particulars	Less than 1 year	1-2 years	2-3 years	more than 3 years
					Total
	Undisputed - Considered Good	-	-	-	-
	Undisputed - Considered Doubtful	-	-	-	-
	Disputed - Considered Good	-	-	-	-
	Disputed - Considered Doubtful	-	-	-	-
	Total	-	-	-	-
10	CASH AND BANK BALANCES				
	Cash and Cash Equivalents	-			1.09
	Cash on hand	108.14			1.34
	Balance with Banks				
	Total	108.14			2.43
11	OTHER CURRENT ASSETS				
	Statutory receivables	-			-
	Other Receivables	1.28			-
	Total	1.28			-
12	REVENUE FROM OPERATIONS				
	Coursware Fees-Sales	25.79			13.92
	Tuition Fees - Sales	143.38			45.57
	Grants received	0.00			0.64
	Total	169.17			60.13
13	OTHER INCOME				
	Interest on Bank Deposits	2.10			0.90
	Interest on Income tax refund	0.00			0.02
	Total	2.11			0.92



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FUSION CLASSROOM EDUTECH PRIVATE LIMITED
NOTES FORMING THE PART OF THE FINANCIAL STATEMENTS

		₹ In Lakhs	
Particulars		For the year ended 31.03.2022	For the year ended 31.03.2021
14	OPERATING EXPENSES		
	Tuition Fees	11.92	21.49
	Coursware Fees	5.53	0.60
	Teacher Payout	79.37	8.99
	Total	96.82	31.09
15	EMPLOYEE BENEFIT EXPENSES		
	Director's Remuneration	19.80	10.05
	Salaries	23.82	23.69
	Stipends	0.76	0.00
	Staff welfare expenses	0.07	0.01
	Total	44.45	33.76
16	FINANCE COST		
	Bank Charges on Loans	-	0.28
	Insurance on Loans	-	0.00
	Interest on Debentures	-	2.10
	Interest on Loan	13.89	14.10
	Interest on TDS	0.19	0.07
	Loan processing fees	0.21	0.31
	Total	14.29	16.87
17	OTHER EXPENSES		
	Advertising and Publicity	45.16	7.86
	Payment to Auditor (Refer note 17.1)	1.07	0.40
	Bank Charges	0.56	0.53
	Conveyance	0.03	-
	Electricity charges	0.72	0.42
	Insurance	0.07	0.04
	Internet charges	0.17	0.14
	Legal and Professional Charges	38.66	2.97
	Payment Gateway Charges	0.75	0.34
	Late fees On Tax	0.02	-
	Postage and Telephone	0.21	0.32
	Printing and Stationery	0.25	0.40
	Professional Tax Expenses	0.17	0.81
	Recruitment Expenses	0.24	-
	Petrol Expenses	0.07	-
	Stamp Duty	1.30	-
	Water Treatment & Maintenance Charges	1.09	-
	Rent and Compensation-Office rent	7.55	3.58
	Repairs and Maintenance	0.41	0.10
	Branding	10.17	-
	Tea/Coffee Expenses	0.18	-
	Sales Promotion	-	0.26
	Sitting Fee/Reimbursement	0.29	0.08
	Software Maintenance Recurring Exp	3.35	2.78
	Travelling Expenses	2.02	-
	Total	114.49	21.02
17.1	Payment to Statutory Auditor		
	Statutory Audit Fees	0.60	0.40
	Tax Audit Fees	0.25	-
	Taxation matter and other Fees	0.22	-
	Total	1.07	0.40



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D. N. Javeri

FUSION CLASSROOM EDUTECH PRIVATE LIMITED RELATED PARTY DISCLOSURES				
18	Particulars	For the year ended		
		₹	₹	
(A) NAME OF RELATED PARTIES AND RELATIONSHIP				
Name		Relationship		
1) Mrs. Alka Javeri		Director - Key Managerial Person		
2) Mr. Dhumi Javeri		Director - Key Managerial Person		
3) Mr. Dhruv Javeri		Director - Key Managerial Person		
4) Mr. Nikhil Javeri		Spouse of Key Managerial Person		
5) Aadshwar Academy		Entity owned by Key Managerial Person		
(B) TRANSACTIONS (IN AGGREGATE) WITH RELATED PARTIES				
₹ In Lakhs				
Particulars	Transactions during		Outstanding during	
	Current Year	Previous Year	Current Year (Payable)/Receivable	Previous Year (Payable)/Receivable
1) Director Remuneration				
a) Alka Javeri	6.60	3.35	-	-0.15
b) Dhumi Javeri	6.60	3.35	-	-0.15
c) Dhruv Javeri	6.60	3.35	-	-0.15
2) Remuneration				
a) Nikhil Javeri	5.40	3.50	-	-0.15
3) Rent Paid				
a) Alka Javeri	7.55	3.58	-	-
4) Loan from Directors				
a) Alka Javeri	1.53	1.90	-1.53	-1.90
b) Dhumi Javeri	0.45	0.89	-0.45	-0.86
c) Dhruv Javeri	1.78	2.91	-1.78	-2.25
5) Tution Fees Paid				
a) Aadshwar Academy	0.17	1.08	-	0.17
Notes: During the financial year, the company entered into related party transactions which were on arm's length basis and in the ordinary course of business.				

19	Financial Ratios	As at 31st March 2022	As at 31st March 2021	% Variance	Explanation for variance above 25%
1	Current ratio	8.48	0.12	6876%	Note (a) below
2	Debt equity ratio	40.66	87.57	-54%	Note (b) below
3	Debt service coverage ratio	-3.29	-3.95	-17%	Not Applicable
4	Return on Equity	-66.98	-	0%	Not Applicable
5	Net capital turnover ratio	0.87	-1.11	-178%	Note (c) below
6	Net profit ratio	-0.63	-0.75	-16%	Not Applicable
7	Return on capital employed	-1.52	-2.11	-28%	Note (d) below
8	Return on investment	-0.50	0.47	-208%	Note (e) below

Notes on Variance above 25% in Financial Ratios

- (a) Changes in Ratio is due to Infusion of Equity Fund which led to increase in Bank Balance & Short Term Deposit. All CCDs as on 31st March 2021 have converted to CCPS in this F.Y & reduce in Creditor Repayment Cycle to 30 Days.
- (b) Change in Ratio is due to Infusion of Equity Fund while there was no Fresh Borrowing done in the F.Y.
- (c) The Total Sales increased by approx 3x as compared to last year. Increase in Avg Working Capital due to increase in Current Asset.
- (d) Change in Ratio is due to increase in Current Asset.
- (e) Change in Ratio is due to Higher Base Effect



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DATA HEREINAFTER DOES NOT FORM PART OF FINANCIALS - ONLY FOR TRACKING

FUSION CLASSROOM EDUTECH PRIVATE LIMITED		31.03.2022	31.03.2021
GROUPING TO NOTES FORMING THE PART OF THE FINANCIAL STATEMENTS		₹	₹
2	LONG-TERM BORROWINGS		
	Unsecured Loans		
	a) Fully convertible debentures		
	Amit Gandhi	-	5.32
	Jayesh Jain	-	5.32
	Nilsh Jain	-	10.65
	Purnesh Jain	-	5.58
	Subha Gandhi	-	5.32
	Total	-	32.20
	b) Loan from Bank		
	RBL ECLGS loan	1.19	-
	Axis bank loan	2.87	2.87
	RBL loan	4.99	6.31
	Total	9.04	9.17
	c) Loan from NBFC		
	Fullerton India	6.42	9.36
	India Infoline Finance Ltd.	12.66	13.98
	Riviera Investors Pvt. Ltd.	3.34	7.96
	Ugro Capital	7.44	11.53
	Total	29.86	42.83
	d) Loan From Director		
	Alka Javeri	1.53	1.90
	Dhruv Javeri	1.78	2.25
	Dhumil Javeri	0.45	0.86
	Total	3.76	5.01
	Total (a+b+c+d)	42.66	89.21
3	TRADE PAYABLES		
	Micro and Small Enterprises	-	-
	Others	0.10	2.21
	Total	0.10	2.21
4	OTHER CURRENT LIABILITIES		
	Statutory Liabilities -		
	GST Payable	5.39	3.82
	Tds On Contractor (Advetrisment & Promotion)	-	-
	Tds on Director Remuneration	-	-
	Tds On Professional / Technical Fees	-	-
	Tds on Rent	-	-
	Tds on Salary	-	-
	PT Payable of FY 19-20	-	0.55
	Tds Payable	0.26	0.48
		5.65	4.85
	Other Payables-		
	Alka Javeri (Rent A/C)	-	-
	Axis Credit Card	-	-
	Dhruv Javeri Reimbursement	-	4.98
	Dhumil Javeri Reimbursement	-	0.54
		-	5.51
	Total	5.65	10.36
5	CASH AND CASH EQUIVALENTS		
	Balances with banks		
	Axis Bank	2.73	0.40
	Axis Flagship	101.39	0.49
	Punjab National Bank	1.61	0.46
	Axis Shares A/c	0.00	-
	ICICI Bank	2.40	-
	Total	108.14	1.34
6	OTHER CURRENT ASSETS		
	Statutory and other receivables-		
	GST Input Tax Credit	-	-
	TD6 Receivable	1.28	-
	Total	1.28	-



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FUSION KLASROOM EDUTECH PRIVATE LIMITED											
SCHEDULES FORMING PART OF THE ACCOUNTS AS ON 31.03.2022											Ra. in Lakhs
S.N.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost As at 01.4.2021	Addition During Year	Sales/Adj. During Year	Gross Block 31.03.2022	As at 01.04.2021	Depreciation for the year	On Sale/Adj during Year	up to 31.03.2022	As at 31.03.2022	As at 31.03.2021
A)	<u>PROPERTY, PLANT & EQUIPMENT</u>										
1	COMPUTER & DATA PROCESSING UNITS	3.84	0.89	0.00	4.73	3.41	0.80		4.22	0.52	0.43
2	OFFICE & EQUIPMENTS	1.72	1.55	0.00	3.27	1.35	0.08		1.43	1.84	0.37
3	FURNITURE & FIXTURES	2.49	8.44	0.00	10.93	1.22	0.88		2.10	8.83	1.27
	TOTAL PROPERTY, PLANT & EQUIPMENT	8.06	10.87	0.00	18.93	5.98	1.76	0.00	7.75	11.18	2.07
B)	<u>INTANGIBLE ASSETS</u>										
1	INTANGIBLE ASSETS (Refer Note 7(i) below)	16.66	42.74	0.00	59.39	4.14	5.70	0.00	9.84	49.55	12.51
	TOTAL INTANGIBLE ASSETS	16.66	42.74	0.00	59.39	4.14	5.70	0.00	9.84	49.55	12.51
	TOTAL (A+B)	24.71	53.61	0.00	78.32	10.13	7.46	0.00	17.59	60.73	14.58

Note 7(i): 35% of teacher payouts on monthly basis are capitalised towards generation of "Recorded Content" and classified as Intangible Assets.



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FUSION KLASROOM EDUTECH PRIVATE LIMITED

Note 18: Corporate Information and Significant Accounting Policies For the year ended March 31, 2022

➤ **Corporate Information:**

Fusion Classroom Edutech Private Limited ("the Company") is a private limited company incorporated in India having its registered office at Mumbai, Maharashtra, India. The company is engaged in the business of providing Commercial Coaching through its network of affiliates within India and is a recognized startup by the Department of Industrial Policy and Promotion under the Ministry of Commerce & Industry of Government of India.

➤ **Basis of Preparation:**

The financial statements are prepared and presented under the historical cost convention on accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India. These financial statements comply in all material aspects with the Accounting Standards (AS) notified under applicable rules, other pronouncements of the Institute of Chartered Accountants of India (ICAI) and the relevant provisions of the and Companies Act, 2013 (as applicable).

The accounting policies adopted in the preparation of these financial statements are consistent with those of the previous year.

➤ **Significant Accounting Policies:**

• **Use of Estimates:**

The preparation of financial statements in conformity with the GAAP requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes different from the estimates. Difference between actual results and estimates are recognized in the period in which the results are known or materialize. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

• **Property, Plant and Equipment & Depreciation:**

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, net of trade discounts and rebates, directly attributable costs of bringing the asset to its working condition for its intended use and capitalised borrowing costs. When significant parts of the plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Subsequent expenditure related to an item of property, plant and equipment is capitalised only if it is probable that future economic benefits associated with the item will flow to



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the Company. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognised in the statement of profit and loss when the asset is derecognised.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each financial year end, with the effect of any changes in estimate accounted for on a prospective basis.

Intangible Assets:

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

The amortisation expense on intangible assets with finite lives is recognised in statement of profit and loss.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Study Content has been capitalized during the year as an intangible asset.

Depreciation has been provided on the written down value method as per the rates prescribed in the Schedule II of the Companies Act 2013.

• **Earnings Per Share:**

Basic earnings per share are computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year. There being no dilutive equity shares, basic and Diluted EPS stands to be the same.

• **Taxes on Income:**

Current tax is determined as the amount of tax payable as per the provisions of The Income Tax Act, 1961 and relevant rules, notifications and circulars.

However there being no taxable profit during the year, no tax liability has been provided in the financial statements.



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D. Saveri

D. Javeri

- **Revenue Recognition:**

The major source of Revenue during the financial year has been Fees charged from Students been admitted through affiliated channel partners. Income is recognized as and when the fees is due from the admitted students and when there is no uncertainty about the receipt of the same.

- **Going Concern Basis:**

Company has accumulated loss of Rs. 365.09 Lacs as on 31st March 2022 out of which loss of Rs. 106.23 Lacs has been incurred during the current year. However, being the initial years of the company operating as a start-up, the financial statements of the Company have been prepared on a going concern basis for the reason that the company is expected to start making profits in near future.

- **Borrowing Costs:**

Borrowing (Finance) Costs consist of Interest and Other costs that an entity incurs in connection with the borrowing of funds and are expensed in the period in which they occur. Major Interest costs during the year incurred are towards unsecured borrowings from Banks and Non-Banking Financial Institutions.

- **Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is treated as current when:

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 equivalents 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 treated as current when:

It is expected to be realized or intended to be sold or consumed 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.

All other liabilities are classified as non-current

Operating cycle:

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realization into cash and cash equivalents, the Company



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has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

- **Provisions:**
Provisions are recognized when there is a present obligation as a result of past events and 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. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.
- Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification/disclosure.

In terms of our report of even date
For AVHP & COMPANY LLP
Directors
Chartered Accountants
ICAI Firm Regn. No.: W100671



For and behalf of Board of

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Hitesh Motilal Purohit
(Partner)
M.NO. 147968

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Atka Javeri
DIN: 07638198

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Dhruv Javeri
DIN: 07638355

A handwritten signature in black ink, appearing to read "Dhumiil Javeri".

Dhumiil Javeri
DIN: 07638197

Place: Mumbai
Date: 5th September 2022
UDIN: 22147968AWHQHD1950

Place: Mumbai
Date: 5th September 2022