

STUDYCALLER EDUTECH PRIVATE LIMITED

Regd. Add.: C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341
E-Mail: studycalleredutech@gmail.com, CIN: U80900UP2022PTC169189

NOTICE

NOTICE is hereby given that the 02nd Annual General Meeting of the members of M/s Studycaller Edutech Private Limited will be held on Wednesday, 12th Day of June, 2024 at 11:00 a.m. at the registered office of the Company at C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the reports of the Auditors' and Directors' thereon.

"RESOLVED THAT Financial statements of the company for the year ended 31st March, 2024, including the balance sheet of the company as the 31st March, 2024 and statement of Profit and Loss for the year ended on that date along with all the notes and annexures and the report of auditors and directors thereon for financial year ended 31st March, 2024 be and are hereby received, considered and adopted".

RESOLVED FURTHER THAT pursuant to the provision of Section 134 and other applicable provision, if any, of Companies Act, 2013, Mr. Sanjeev Kumar (DIN: 09708399), Director, Mr. Rajendra Singh (DIN:09708400) Director of the Company be and hereby authorized to sign Financial Statements on behalf of the Board of Directors.

RESOLVED FURTHER THAT, Mr. Sanjeev Kumar (DIN: 09708399), Director, Mr. Rajendra Singh (DIN:09708400) Director of the Company be and are hereby severally authorized to do all such acts, matter deeds and things as may be necessary or desirable in connection with or incidental to give effect to the above resolution, including but not limited to filling of necessary forms or returns with the relevant statutory bodies, and to company with all other requirement in this regard".

SPECIAL BUSINESS BY SPECIAL RESOLUTION

2. To consider and thought fit to pass the following Resolution with or without modification, if any, as SPECIAL RESOLUTION

To issue shares on private placement basis

"RESOLVED THAT pursuant to the Section 42 of The Companies Act, 2013 read with Rule 14 of The Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 14 of The Companies (Prospectus and Allotment of Securities) Rules, 2014, (including any statutory modification thereto or re-enactment thereof for the time being in force) and any other applicable provisions of the Companies Act, 2013 and rules made thereunder, consent of the Company be and is hereby accorded to issue and allotment of 513 (Five Hundred and Thirteen only) Equity Shares of



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the Company having a face value of Rs. 10/- (Rupees Ten Only) each at a premium of Rs. 9,737/- to Mr. Mahavir Pratap Sharma in following manner:

SN.	Name of Persons	No. of Shares	Amount face Value per share	Share Premium per share
1	Mr. Mahavir Pratap Sharma	513.00	10	Rs.9737/-
	TOTAL	513.00		

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted shall rank pari-passu with the existing Equity Shares of the company in all respects.”

RESOLVED FURTHER THAT Mr. Sanjeev Kumar (DIN: 09708399) and Mr. Rajendra Singh (DIN:09708400), Directors of the Company be and are hereby authorized to file E-Form PAS-3 and such other necessary e-forms/ documents with the Registrar of the Companies and such other governmental authorities as may be required in this regard.

RESOLVED FURTHER THAT Mr. Sanjeev Kumar (DIN: 09708399) and Mr. Rajendra Singh (DIN:09708400), Directors of the Company be and are hereby authorized severally to make appropriate entries in the register of members of the company maintained in with the provisions of the Companies Act 2013, in relation to the allotment of shares of the company to the above mentioned Allottee and to do all such other acts and things as may be incidental and necessary in this regard.

RESOVED FURTHER THAT Mr. Sanjeev Kumar (DIN: 09708399) and Mr. Rajendra Singh (DIN:09708400), Directors of the Company be and are hereby authorized severally, to issue share certificates to the investors pursuant to the provisions of Companies Act, 2013 read with Rules as amended from time to time and Article of Associations of the Company; and,

RESOVED FURTHER THAT Mr. Sanjeev Kumar (DIN: 09708399) and Mr. Rajendra Singh (DIN:09708400), Directors of the Company be and are hereby authorized severally, to take all actions including but not limited to apply for stamping of the share certificates and to do all such acts, deeds, matters and things as they may in their absolute discretion, deem necessary, desirable, incidental or expedient to allot the securities to the above investors.”

**For & on behalf of the Board of Directors
Studycaller Edutech Private Limited**


**Sanjeev Kumar
(Director)
DIN: 09708399**

**Date: 05.06.2024
Place: Meerut**



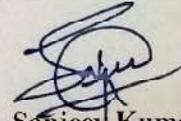
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NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business(es), if any, to be transacted at the Meeting is annexed hereto.
2. A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, PROXY FORMS DULY COMPLETED IN ALL RESPECTS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON(S) OR SHAREHOLDER(S).

For & on behalf of the Board of Directors
Studycaller Edutech Private Limited



Sanjeev Kumar
(Managing Director)
DIN: 09708399

Date: 05/06/2024
Place: Meerut



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EXPLANATORY STATEMENT IN PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT TO THE SPECIAL BUSINESS:

In terms of Section 102 and 42 other applicable provisions of the Companies Act, 2013 as well as the relevant rules made there under including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Board of Directors on 05.06.2024, subject to necessary approval(s), has approved the proposal for raising funds by way of issue of 513 equity shares of Rs. 10/- each at a premium of Rs.9,737/- on private placement basis to mobilize funds for its ongoing operations, approval of the Members is requested by Special Resolution for the issue of equity shares amounting to Rs.50,00,000/-.

The Information as required under Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 for Preferential Issues is as under:

a. Particulars of offer including the date of passing of Board Resolution:

Your company proposes to issue 513 equity shares of face value of Rs.10/- at a premium of Rs.9,737/- each on private placement basis in terms of provision of section 42 of The Companies Act 2013 and all other applicable provisions of The Companies Act 2013. Further, the Board of Directors on 05.06.2024, subject to necessary approval(s), has approved the proposal for raising funds by way of issue of 513 equity shares.

b. Kinds of securities offered and the price at which security is being offered:

Your company proposes to issue 513 equity shares of face value of Rs.10/- each at a premium of Rs. 9,737/- each on private placement basis in terms of provision of section 42 of The Companies Act 2013 and all other applicable provisions of The Companies Act 2013.

c. Justification for the price at which the offer is being made:

That the price of Rs.9,747/- per equity share, including premium of Rs.9,737/-, has been fixed by the board of directors keeping in view the discussion taken place with the investor.

d. Amount which the company intends to raise by way of such securities:

The company intends to raise Rs.50,00,000/- by issue of 513 equity shares as above.

e. Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities:

The present private placement allotment to the proposed allottee shall be made in accordance with section 42 of Companies Act 2013 read with the Companies (Prospectus and Allotment of Securities) Rules 2014.

To meet the Working Capital requirements, your Company intent to raise funds through Private Placement of Equity Shares. The proceeds of the issue will be utilized by the Company for company's ongoing



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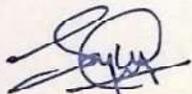
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operations, to meet its working capital needs and general corporate purposes. Further, no contribution is being made by the promoters under the above issue of 513 shares. Further, on no assets of the company the any charge has been created.

None of the director is concerned or interested in the proposed resolution.

CERTIFIED TRUE COPY

For STUDYCALLER EDUTECH PRIVATE LIMITED



SANJEEV KUMAR
(Director)
DIN : 09708399



PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN **U80900UP2022PTC169189**
Name of the Company **Studycaller Edutech Private Limited**
Registered Office **C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341.**

Name of the Member(s)	
Registered address	
E-mail I. d.	
Folio no./Client Id*	
DP ID	

I/We, being the member(s) of **Studycaller Edutech Private Limited** holding _____ shares hereby appoint:

1. Name
Address
.....
E-Mail I.D.
Signature or failing him
- 2 Name
Address
.....

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 02nd Annual General Meeting of the Company, to be held on Wednesday, 12th June, 2024 at 11:00 a.m. at the registered office of the Company situated at C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
ORDINARY BUSINESS (ES)			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the reports of the Auditors' and Directors' thereon.		

S.No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
SPECIAL BUSINESS (ES)			
1.	To issue shares on private placement basis to Mahavir Pratap Sharma.		

Signed this _____ day of _____ 2024.

Affix Revenue
Stamp of Rs. 1/-

Signature of Shareholder

Signature of Proxy holder

Notes:

- (1) This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.
- (2) For the resolutions, statement setting out material facts, notes and instructions please refer to the notice of Annual General Meeting.
- (3) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (4) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Please complete all details including details of member(s) and proxy(ies) in the above box before submission.

Form No. MGT-12

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

BALLOT PAPER

02nd Annual General Meeting of the members of Studycaller Edutech Private Limited to be held on Wednesday, 12th June, 2024 at 11:00 a.m. at registered office of the company situated at C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341: -

Name of First Named Shareholder
(In Block Letters)

Postal Address
.....

Folio No./DP ID & Client ID
.....

No. of Shares held

Class of Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

S.No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
ORDINARY BUSINESS (ES)			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the reports of the Auditors' and Directors' thereon.		

S.No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
SPECIAL BUSINESS (ES)			
2.	To issue shares on private placement basis to Mahavir Pratap Sharma.		

Date:

Place: Signature of Shareholder

** Please tick in the appropriate column*

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

02nd Annual General Meeting held on Wednesday, 12th June, 2024, 2024 at 11:00 a.m.

Name of the Member
(In Block Letters)

Folio No./DP ID & Client ID

No. of Shares held

Name of Proxy
(To be filled in, if the proxy attends instead of the member)

I, hereby certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 02nd Annual General Meeting of the Company on Wednesday, 12th June, 2024 at 11:00 a.m. at registered office of the company situated at C/O Subey Singh, Chotey Naya Gaon, Meerut, Uttar Pradesh, India, 250341.

Member's /Proxy's Signature

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be distributed at the meeting venue.*

DIRECTORS' REPORT
FINANCIAL YEAR – 2023-24

M/S STUDYCALLER EDUTECH PRIVATE LIMITED

C/O SUBEY SINGH, CHOTEY, NAYA GAON, MEERUT - 250341 UTTAR PRADESH IN

E-Mail: studycalleredutech@gmail.com; CIN: U80900UP2022PTC169189

DIRECTORS' REPORT

To,
The Members of,
M/S STUDYCALLER EDUTECH PRIVATE LIMITED

Your Directors have pleasure in presenting the 1st Director's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2024.

FINANCIAL HIGHLIGHTS

Particulars	Rs. In '000	
	FY-2023-24	FY-2022-23
Income from business operations	277.545	-
Other income	-	-
Total Income	277.545	-
Less: Expenditure except depreciation	1,593.245	149.994
Profit/loss before interest, depreciation and tax	-	-
Less: Interest and other financial charge(s)	-	-
Profit/Loss before Depreciation and tax	-	-
Less: Depreciation	-	-
Profit/loss before tax	(1,315.700)	(149.994)
Less: Tax expenses	-	-
Add: Deferred tax asset	-	-
Profit/(Loss) After Tax	(1,315.700)	(149.994)
Earnings per share (Rs.) :		-
Basic	(128.27)	(6.76)
Diluted	(128.27)	(6.76)

STATE OF COMPANY'S AFFAIRS

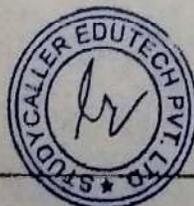
During the year under review, the total Income of the Company was Rs.2,77,545. During the period, the Company has incurred a loss of Rs.13,15,700.00/-.

Reserves:

The Company transferred a loss of the amount of Rs. 13,15,700.00/- to reserves of the company.

Dividend:

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid.



WEBLINK OF THE EXTRACT OF THE ANNUAL RETURN

The company doesn't have any website.

DIRECTORS

There has been no change in the constitution of Board during the year under review i.e. the structure of the Board remains the same.

MEETINGS OF THE BOARD OF DIRECTORS

The following Meetings of the Board of Directors were held during the Financial Year 2023-24:

S No.	Date of Meeting	Board Strength	No. of Directors Present
1	14.04.2023	2	2
2	05.06.2023	2	2
3	01.12.2023	2	2
4	29.12.2023	2	2

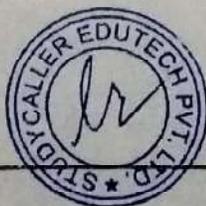
PRESENCE/ATTENDANCE OF DIRECTORS IN THE MEETINGS

S No.	Name of Director	Board Meeting			Committee Meeting			AGM
		No of Meeting Held	No of Meeting attended	%	No of Meeting Held	No of Meeting attended	%	
1	Sanjeev Kumar	4	4	100.00	-	-	-	-
2	Rajendra Singh	4	4	100.00	-	-	-	-

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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;
- 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;
- The directors had prepared the annual accounts on a going concern basis; and
- 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.
- 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.



DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12)

There are no offence of fraud or observations (including any qualification, reservation, adverse remark or disclaimer) under section 143(12) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor's Report are self-explanatory.

Particulars of loans, guarantees or investments under section 186 of the Companies Act, 2013

Details of Loans: Nil

Auditors:

The Auditors, **M/S Mayank Rajeev & Co.**, Chartered Accountants, appointment from the conclusion of 1st Annual General Meeting [AGM] till the conclusion of the sixth AGM.

BOARD'S COMMENT ON THE AUDITORS' REPORT

Board's comments on qualification, reservation, adverse remark or disclaimer are as under: -

1. The company is not in compliance with section 42 of Companies Act, 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014.

Board's reply: - Due to lack of professional advice. In future due course will be followed under proper professional advice.

2. The company is not in compliance with TDS provisions of the Income Tax Act, 1961.

Board's reply: - Due to lack of professional advice. In future due course will be followed under proper professional advice.

Change in share capital during the financial year 2023-24

There is a change in share capital structure of the Company during the financial year 2023-24. The company has issued through private placement, 257 new shares to Mr. Akshat Gupta (Identified Person) having face value of Rs.10/- at a premium of Rs4,659.26. After issuing the said shares, paid-up share capital of company increased from Rs.1,00,000/- to Rs.1,02,570/-.

Public deposits

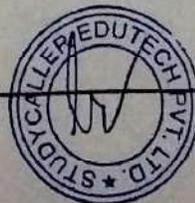
The Company has not accepted any Public Deposit during the year and does not having any Public Deposit at the end of the year.

Corporate social responsibility (CSR)

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable to the company.

Particulars of contracts or arrangements with related parties:

The company has not entered into any material contracts or arrangements or transaction with the related parties referred in section 188(1) of the Companies Act, 2013 and the Rule 15 of Companies



(Meeting of Board and its Powers) Rules, 2014. Therefore, the disclosure in the Form AOC-2 is not applicable to the company.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, CRITERIA SPECIFY

There were no material changes from the date of closure of the financial year and no commitment made by the directors affecting financial position of the company. So no criteria need to be specified for the year.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

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 and commitments affecting the financial position of the Company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The Company does not fall under any of the industries covered by the Companies (Accounts) Rules, 2014. Hence, the requirements of disclosure in relation to the conservation of Energy, Technology Absorption & Foreign Exchange Earnings and outgo are not applicable to it.

Insurance & risk management

The assets of the company are adequately insured against the loss of fire, riot, earthquake, terrorism, loss of profits, etc. and other risks which consider necessary by the management. In addition to this coverage, a statutory Public Liability Insurance Policy has been taken to cover by company for providing against the public liability arising out of Industrial accidents for employees working in plants.

Internal control system

Your Company has a proper and adequate system of Internal Control, to ensure safeguarding the assets against loss from unauthorized use or disposal and commercial transaction were recorded and reported correctly.

Change in the nature of business, if any:

There is no change in business of the company during the financial year 2023-24.

Obligation of company under the sexual harassment of women at workplace (prevention, prohibition and redressal) act, 2013

Same is not required.

Details of subsidiary/joint ventures/associate companies. :

There are no subsidiary, associate or joint venture companies.



EMPLOYEE RELATIONS

The employee relations continue to be cordial and the Board is committed to strengthen the same and to work towards ensuring health, safety, welfare and a healthy working environment for its employees.

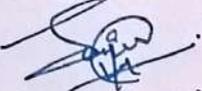
CAUTIONARY STATEMENT

The statements contained in the Board's Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statuses, market forces and other associated and incidental factors may however lead to variation in actual results.

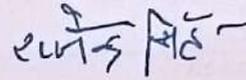
ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For M/s Studycaller Edutech Private Limited



(Sanjeev Kumar)
DIN: 09708399
Director
Khirwa Nauabad,
Meerut UP 250341



(Rajendra Singh)
DIN: 09708400
Director
Khirwa Nauabad,
Meerut UP 250341

Date: 27.05.2024
Place: Meerut

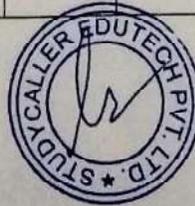


Contact Us:

M/s Studycaller Edutech Private Limited
C/O Subey Singh, Chotey, Naya Gaon,
Meerut - 250341 Uttar Pradesh IN
CIN: U80900UP2022PTC169189
E-mail: studycalledutech@gmail.com

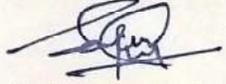
List of Share / Debenture Holders as on 31/03/2024
Equity Share @10 Each

SN	Ledger Folio	Name	Address	Type of Share	Number of Shares	Nominal Amount
1.	1	Sanjeev Kumar	Khirwa Nauabad, Meerut, UP 250341	Equity	5000	Rs.50,000/-
2.	2	Rajendra Singh	Khirwa Nauabad, Meerut, UP 250341	Equity	3898	Rs.38,980/-
3.	3	IA India Accelerator Private Limited	Plot no.336,S.F., Udyog Vihar, Phase IV, Gurgaon-122015, Haryana, IN	Equity	298	Rs.2,980/-
4.	4	Akshat Gupta	411, Maple-I, Rakesh Marg, Gulmohar Enclave, Nehru Nagar-3, Ghaziabad-201001, U.P.,IN	Equity	257	Rs.2,570/-
5.	5	Unanimity Opportunities Management LLP	UG 06, MGF Metropolis Mall, DLF QE, Haryana, IN-122002	Equity	146	Rs.1,460/-
6.	6	Arpit Tyagi	246, Tagan, Vard No.4, Khatauli, Muzaffarnagar-251201, U.P., IN	Equity	154	Rs.1,540/-
7.	7	Akash Tomar	VPO-Bhainsi, Khatauli, Muzaffarnagar-251201, U.P., IN	Equity	154	Rs.1,540/-

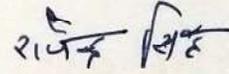


8.	8	Mahavir Pratap Sharma	15 Red Krishna House, Govind Bari, Opp. S.B.B.J Bank, Brahmpuri, Jaipur, Tripolia Bazar, Rajasthan-302002	Equity	350	Rs.3,500/-
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For M/s Studycaller Edutech Private Limited



(Sanjeev Kumar)
DIN: 09708399
Director
Khirwa Nauabad,
Meerut UP 250341



(Rajendra Singh)
DIN: 09708400
Director
Khirwa Nauabad,
Meerut UP 250341



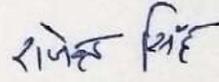
List of Directors as on 31/03/2024

SN	DIN	Name	Address	Designation	Date of Appointment
1	09708399	Sanjeev Kumar	Khirwa Nauabad, Meerut, UP 250341	Director	19.08.2022
2	09708400	Rajendra Singh	Khirwa Nauabad, Meerut, UP 250341	Director	19.08.2022

For M/s Studycaller Edutech Private Limited


(Sanjeev Kumar)
DIN: 09708399
Director
Khirwa Nauabad,
Meerut UP 250341




(Rajendra Singh)
DIN: 09708400
Director
Khirwa Nauabad,
Meerut UP 250341

M/s STUDYCALLER EDUTECH PRIVATE LIMITED

Chotey Naya Gaon Meerut Uttar Pradesh UP 250341 In

ANNUAL
FINANCIAL
REPORT

FOR THE FINANCIAL YEAR 2023-24

Auditor:

MAYANK RAJEEV & Co.

CHARTERED ACCOUNTANTS

210-B, RAJ RAJESHWARI PALACE,

WEST END ROAD, MEERUT CANTT

E-mail - camayankagarwal404@gmail.com

Phone No.: +917830010888, 0121-4301115



Mayank Rajeev & Co.

Chartered Accountants

210-B, Raj Rajeshwari Palace,
West End Road, Meerut Cantt-250001
Mob No.:+917830010888
Tel No.: 0121-4301115

Independent Auditor's Report

To the Members of **M/s. Studycaller Edutech Private Limited**
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **M/s. Studycaller Edutech Private Limited** ("the Company") which comprises the Balance Sheet as at **March 31st, 2024**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

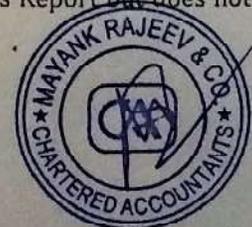
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31st, 2024**, and profit/loss 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. 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the 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 other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report 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 during the course of our 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 for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, 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.

Those 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 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 scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) 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 the 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in 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 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.

Report on Other Legal and Regulatory Requirements

The Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, We are not giving report on the matters specified in paragraphs 3 and 4 of the Order as the said order is not applicable to the company.

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 are 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, Statement of Changes of Equity and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on **31st March, 2024** taken on record by the Board of Directors, none of the directors is disqualified as on **31st March, 2024** from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. 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 Act, as amended:
- h. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31st, 2024.
 - v. The company is not in compliance with section 42 of Companies Act, 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014.
 - vi. The company is not in compliance with TDS provisions of the Income Tax Act, 1961.

For Mayank Rajeev & Co.

Chartered Accountants

FRN: 021576C

CA. Mayank Agarwal
Partner

M. No. 431450

UDIN: 24431450BKBMJA6398



Place: Meerut

Date: 27.05.2024

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **M/s Studycaller Edutech Private Limited** of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **M/s Studycaller Edutech Private Limited** ("the Company") as of **March 31, 2024** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We have conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 168 Note require that We comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:



maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

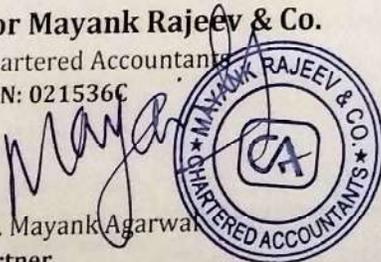
Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **March 31st, 2024**, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Mayank Rajeev & Co.

Chartered Accountants

FRN: 021536C



CA. Mayank Agarwal

Partner

M. No. 431450

UDIN: 24431450BKBMJA6398

Place: Meerut

Date: 27.05.2024

M/S Studycaller Edutech Private Limited

Chotey, Naya Gaon, Meerut, U.P. - 250001

CIN: U80900UP2022PTC169189

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31st MARCH 2024

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1 Accounting Concept:

- The financial statements are prepared on the historical cost convention basis in accordance with the generally accepted accounting principles.
- The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

1.2 Revenue:

Revenue has been recognized at the time of sale of goods when risk and reward of such goods transfer to buyer of goods.

1.3 Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. Cost includes installation charges and expenditure incurred during construction period, wherever applicable.

1.4 Depreciation:

Tangible Assets: Depreciation on tangible assets is provided on written down value method over the useful lives of assets prescribed under Part C of Schedule II of the Companies Act 2013.

Intangible Assets: Depreciation on intangible assets (Software application) is provided on Straight Line Method over the useful lives of assets. Useful life of asset is considered to be 4 years.

1.5 Employee retirement benefit:

The company is not making provision for employee benefits. The employee's benefits shall be recognized on actual payment basis.

1.6 Current Tax

Provision for Income Tax is determined in accordance with the provisions of Income Tax Act 1961.

Deferred Tax

Deferred Tax is recognized as suggested by Accounting Standard 22 and accounting income that originate in one period and are capable of reversible in one or more subsequent periods.

1.7 Contingent Liability:

Contingent liabilities are not provided for and are disclosed by way of notes.

"Significant Accounting Policies referred above forming part of financial statements"

For Mayank Rastogi & Co.

Chartered Accountants
FRN: 021574

(CA Mayank Rastogi)
Partner
M.No. 431450

Place: Meerut
Date: 27.05.2024

For STUDYCALLER EDUTECH PVT. LTD.

For Studycaller Edutech Private Limited

For STUDYCALLER EDUTECH PVT. LTD.

Sanjeev Kumar
Director
DIN: 09708399

Rajendra Singh
Director
DIN: 09708400

Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
CIN: U80900UP2022PTC169189

Balance Sheet as at 31st March 2024

Particulars	Note No	In Rs.	
		Figures at the end of 31st March, 2024	Figures at the end of 31st March, 2023
I. Equity & Liabilities			
(1) Shareholders' Funds			
(a) Share Capital	2.1	102,570.00	100,000.00
(b) Reserve and Surplus	2.2	(268,264.00)	(149,994.00)
(c) Money Received Against Share Warrants		-	-
(2) Share Application Money Pending Allotment	2.3	-	800,000.00
(3) Non Current Liabilities			
(a) Long-Term Borrowings	2.4	641,700.00	551,800.00
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short Term Borrowings		-	-
(b) Trade Payables		-	-
(c) Other Current Liabilities	2.5	203,500.00	12,500.00
(d) Short Term Provisions		-	-
(e) Current Maturities of Long Term Borrowings		-	-
Total Equity & Liabilities		679,506.00	1,314,306.00
II. Assets			
(1) Non Current Assets			
(a) Property, Plant and Equipments and Intangible Assets			
(i) Property Plant and Equipment	2.6	541,762.00	-
(ii) Intangible Assets		-	-
(iii) Capital Work In Progress		-	681,800.00
(iv) Intangible assets under development	2.7	-	-
(b) Non Current Investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long Term Loans & Advances	2.8	104,500.00	104,500.00
(e) Other Non-Current Assets		-	-
(2) Current Assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade Receivables		-	-
(d) Cash & Cash Equivalents	2.9	33,244.00	528,006.00
(e) Short-term loans and advances		-	-
(f) Other Current Assets		-	-
Total Assets		679,506.00	1,314,306.00

Significant Accounting Policies And Notes To Accounts 1 & 2

Notes referred to above and notes attached there to form an integral part of Financial Statements
As per our Independent Auditor's Report of even date attached.

For Mayank Rajeey & Co.

Chartered Accountants
FRN: 021500

CA. Mayank Rajeey
Partner
M. No. 431450
UDIN: 24431450BKBMJA6398
Place: Meerut
Date: 27.05.2024



For STUDYCALLER EDUTECH PVT. LTD.

(Signature)
Director

Sanjeev Kumar
Director
9708399

For STUDYCALLER EDUTECH PVT. LTD.

(Signature)
Director

Rajendra Singh
Director
9708400

Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
CIN: U80900UP2022PTC169189

Statement of Profit & Loss for the Year Ended on 31st March 2024

Particulars	Note No	In Rs.	
		Figures at the end of 31st March, 2024	Figures at the end of 31st March, 2023
I. Revenue from operations	2.10	277,545.00	-
II. Other Income		-	-
III. Total Income (I+II)		277,545.00	-
IV. Expenses:			
Cost of Raw Material Consumed		-	-
Purchase of Stock-In-Trade		-	-
Change In Inventories of Finished Goods		-	-
Work-In-Progress and Stock-In-Trade		-	-
Employee Benefits Expenses	2.11	1,113,110.00	106,725.00
Financial Costs	2.12	2,875.00	649.00
Depreciation & Amortisation Expenses	2.13	180,588.00	-
Other Expenses	2.14	296,672.00	42,620.00
Total Expenses		1,593,245.00	149,994.00
V. Profit Before Exceptional & Extraordinary Items & Tax		(1,315,700.00)	(149,994.00)
VI. Exceptional Items		-	-
VII. Profit Before Extraordinary Items & Tax		(1,315,700.00)	(149,994.00)
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII-VIII)		(1,315,700.00)	(149,994.00)
X. Tax Expenses:			
(1) Current Tax (Provision for Tax)		-	-
(2) Deferred Tax		-	-
(3) Other Tax Exp		-	-
(3) MAT Credit Entitlement		-	-
XI. Profit(Loss) for the Period from Continuing Operations	(IX-X)	(1,315,700.00)	(149,994.00)
XII. Profit(Loss) from Discontinuing Operations		-	-
XIII. Tax Expense of Discontinuing Operations		-	-
XIV. Profit(Loss) from Discontinuing Operations (XII-XIII)		-	-
XV. Profit (Loss) for the Period (XI + XIV)		(1,315,700.00)	(149,994.00)
XVI. Earning per Equity Share:			
(1) Basic		(128.27)	(6.76)
(2) Diluted		(128.27)	(6.76)

Significant Accounting Policies And Notes To Accounts 1 & 2

Notes referred to above and notes attached there to form an integral part of Financial Statements
As per our Independent Auditor's Report of even date attached.

For Mayank Rajeev & Co.

Chartered Accountants

FRN: 02193

CA. Mayank Rajeev
Partner

M. No. 431450

UDIN: 24431450BKBMJA6398

Place: Meerut

Date: 27.05.2024



For Studycaller Edutech Pvt. Ltd
For STUDYCALLER EDUTECH PVT. LTD. For STUDYCALLER EDUTECH PVT. LTD.

(Signature)
Director

Sanjeev Kumar
Director
9708399

(Signature)
Director

Rajendra Singh
Director
9708400

Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
CIN: U80900UP2022PTC169189

Notes To Accounts For The Period Ended 31st March 2024

The previous period figures have been regrouped/reclassified, wherever necessary to conform to the current period presentation

PARTICULARS	In Rs	
	Year Ended March 31, 2024	Year Ended March 31, 2023
2.1 SHARE CAPITAL		
Authorised Capital		
1,00,000 Equity Shares of Rs. 10/- each	1,000,000.00	1,000,000.00
Issued Subscribed & Paid up Capital		
10,257 Equity Shares of Rs. 10/- each	102,570.00	100,000.00
	<u>102,570.00</u>	<u>100,000.00</u>

The Company has only one class of shares referred to as equity shares having a par value of 10/-. Each holder of equity shares is entitled to one vote per share

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2024 and March 31, 2023 is set out below:

PARTICULARS	As at March 31, 2024			As at March 31, 2023		
	No. of Shares	F.V	Amount	No. of Shares	F.V	Amount
Number of shares at the beginning	10,000.00	10.00	100,000.00	-	-	-
Add: Shares issued during the year	257.00	10.00	2,570.00	10,000.00	10.00	100,000.00
Number of shares at the end	<u>10,257.00</u>	-	<u>102,570.00</u>	<u>10,000.00</u>	-	<u>100,000.00</u>

List of Shareholders Holding More Than 5% Shares

Name Of Shareholder	As at March 31, 2024			As at March 31, 2023		
	No. of Shares	%	Amount	No. of Shares	%	Amount
Sanjeev Kumar	5,000.00	48.75%	50,000.00	5,000.00	50.00%	50,000.00
Rajendra Singh	3,898.00	38.00%	38,980.00	4,556.00	45.56%	45,560.00
IA India Accelerator Private Limited	298.00	2.91%	2,980.00	444.00	4.44%	4,440.00
Akshat Gupta	257.00	2.51%	2,570.00	-	0.00%	-
Unanimity Opportunities Management LLP	146.00	1.42%	1,460.00	-	0.00%	-
Arpit Tyagi	154.00	1.50%	1,540.00	-	0.00%	-
Akash Tomar	154.00	1.50%	1,540.00	-	0.00%	-
Mahavir Pratap Sharma	350.00	3.41%	3,500.00	-	0.00%	-
	<u>10,257.00</u>	<u>100.00%</u>	<u>102,570.00</u>	<u>10,000.00</u>	<u>100.00%</u>	<u>100,000.00</u>

Shares held by promoters at the end of the year

S. No. Name of Promter	As at March 31, 2024		As at March 31, 2023		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
1. Sanjeev Kumar	154.00	1.50	5,000.00	50.00	48.50
2. Rajendra Singh	154.00	1.50	4,556.00	45.56	44.06
	<u>308.00</u>	<u>3.00</u>	<u>9,556.00</u>	<u>95.56</u>	<u>92.56</u>

2.2 RESERVES & SURPLUS

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Surplus of Profit & Loss		
Opening Balance	(149,994.00)	-
Add: Net profit after tax transferred from Statement of Profit and Loss	(1,315,700.00)	(149,994.00)
Less: Assets Written off	-	-
Less: Income Tax Adjusted	-	-
Closing Balance	<u>(1,465,694.00)</u>	<u>(149,994.00)</u>
Securities Premium Reserve		
Opening Balance	-	-
Add: Premium received during the year	1,197,430.00	-
Closing Balance	<u>1,197,430.00</u>	<u>-</u>
Closing Balance	<u>(268,264.00)</u>	<u>(149,994.00)</u>

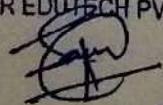
2.3 SHARE APPLICATION MONEY PENDING ALLOTMENT

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Akshat Gupta	-	800,000.00
	<u>-</u>	<u>800,000.00</u>

2.4 LONG TERM BORROWINGS

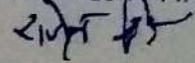
PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Sanjeev Kumar	641,700.00	551,800.00
	<u>641,700.00</u>	<u>551,800.00</u>

For STUDYCALLER EDUTECH PVT. LTD.


Director



STUDYCALLER EDUTECH PVT. LTD.



Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
 CIN: U80900UP2022PTC169189

Notes To Accounts For The Period Ended 31st March 2024
2.5 OTHER CURRENT LIABILITIES

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Audit Fee Payable	27,500.00	12,500.00
Current Tax Provision for Income Tax	176,000.00	
Salary Payable		
	<u>203,500.00</u>	<u>12,500.00</u>

2.7 INTANGIBLE ASSETS UNDER DEVELOPMENT

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Software Application		681,800.00
		<u>681,800.00</u>

2.8 LONG TERM LOANS & ADVANCES

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Rajendra Singh	104,500.00	104,500.00
	<u>104,500.00</u>	<u>104,500.00</u>

2.9 CASH & CASH EQUIVALENTS

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Cash in Hand		
Bank Balances		
DBS Bank CA-3315	33,150.58	528,006.00
ICICI Bank CA-1024	93.38	
	<u>33,243.96</u>	<u>528,006.00</u>

2.10 REVENUE FROM OPERATION

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Operating Income	277,544.51	-
Gross Receipts		
	<u>277,544.51</u>	<u>-</u>

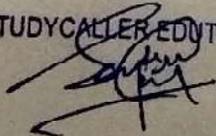
2.11 EMPLOYEE BENEFITS EXPENSES

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Salaries	1,113,110.00	106,725.00
	<u>1,113,110.00</u>	<u>106,725.00</u>

2.12 FINANCE COSTS

PARTICULARS	Year Ended March 31, 2024	Year Ended March 31, 2023
Bank Charges	2,075.02	649.00
	<u>2,075.02</u>	<u>649.00</u>

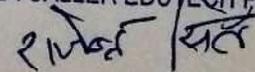
For STUDYCALLER EDUTECH PVT. LTD.



Director



For STUDYCALLER EDUTECH PVT. LTD.



Director

Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
CIN: U80900UP2022PTC169189

2.6 Details Of Fixed Assets And Depreciation Under The Companies Act, 2013

In Rs.

FOR THE PERIOD ENDED AS ON 31st March 2024

Name of the Assets	GROSS BLOCK				Rate of Depreciation	DEPRECIATION			Net Block As On 31.03.2024	Net Block As On 31.03.2023
	Gross Block As On 01.04.2023	Addition During the Year	Sales During The Year	Total As On 31.03.2024		As On 01.04.2023	For The Year	Tr. To Res & Surplus		
1. Software Applications		722,350.00		722,350.00	25%	100,500.00		100,500.00	541,762.00	
Total (In Rs.)		722,350.00		722,350.00		100,500.00		100,500.00	541,762.00	

*We have amortised Software Application on SLM basis taking it's useful life as 4 years.

Notes referred to above and notes attached thereto form an integral part of Financial Statements as per our Independent Auditor's Report of even date.

For Mayank Rajeev & Co.

Chartered Accountants



For Studycaller Edutech Pvt. Ltd.

For STUDYCALLER-EDUTECH PVT. LTD.

(Signature)
 Director
 9708400

For STUDYCALLER EDUTECH PVT. LTD.

(Signature)
 Director
 9708400

Place: Meerut
 Date: 27.03.2024

Studycaller Edutech Private Limited
 Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
 CIN: U80900UP2022PTC169189

In Rs.

Trade Payables Ageing Schedule						
S. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less Than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Other	-	-	-	-	-
3	Disputed Dues MSME	-	-	-	-	-
4	Disputed Dues Others	-	-	-	-	-
	Total	-	-	-	-	-

Trade Receivables Ageing Schedule						
S. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 6 Months	6 Months-1Year	1-2 years	2-3 years	
1	Undisputed Trade Receivables – Considered Good	-	-	-	-	-
2	Undisputed Trade Receivables – Considered Doubtful	-	-	-	-	-
3	Disputed Trade Receivables Considered Good	-	-	-	-	-
4	Disputed Trade Receivables Considered Doubtful	-	-	-	-	-
	Total	-	-	-	-	-

Title deeds of immovable Property not held in name of the Company							
S. No.	Relevant Line Item in The Balance sheet	Description Of Item Of Property	Gross Carrying Value	Title Deeds Held In The Name Of	Whether Title Deed Holder Is A Promoter, Director Or Relative of Promoter /Director Or Employee Of Promoter /Director	Property held since Which Date	Reason For Not Being Held In The Name Of The Company
1	PPE	Land Building	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.
2	Investment property	Land Building	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.
3	PPE retired from active use and held for disposal	Land Building	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.
4	Other	Land Building	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.	N.A. N.A.

Note: Also indicate if in dispute

For STUDYCALLER EDUTECH PVT. LTD.

[Signature]
Director

For STUDYCALLER EDUTECH PVT. LTD.

[Signature]
Director



Loans Granted to Promoters, Directors, KMPs and the Related Parties either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment

S. No.	Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
1	Promoters	-	-
2	Directors	104,500.00	100.00
3	KMPs	-	-
4	Related Parties	-	-

Capital-Work-in Progress (CWIP)
N.A.

Intangible Assets Under Development:
N.A.

Schedule of Ratios

S. No.	Particulars	As at March 31, 2024	As at March 31, 2023	Change in Ratio
1	Current Ratio	0.16	42.24	(42.08)
2	Debt-Equity Ratio	(3.67)	(11.04)	7.16
3	Debt Service Coverage Ratio	N.A.	N.A.	-
4	Inventory Turnover Ratio	N.A.	N.A.	-
5	Trade Receivables Turnover Ratio	N.A.	N.A.	-
6	Trade Payables Turnover Ratio	N.A.	N.A.	-
7	Net Capital Turnover Ratio	(1.68)	-	(1.68)
8	Net Profit Ratio	(4.74)	-	(4.74)
9	Return on Capital Employed	7.94	3.00	4.94
10	Return On Investment	7.94	3.00	4.94

Notes referred to above and notes attached there to form an integral part of Financial Statements
As per our Independent Auditor's Report of even date attached.

For Mayank Rajeev & Co.

Chartered Accountants
FRN: 100536C



Place: Meerut
Date: 27.05.2024

For Studycaller Edutech Pvt. Ltd.

For STUDYCALLER EDUTECH PVT. LTD.

Sanjeev Kumar
Director
9708399

For STUDYCALLER EDUTECH PVT. LTD.

27/5/24

Director

Rajendra Singh
Director
9708400

Studycaller Edutech Private Limited
Chotey, Naya Gaon, Meerut, Uttar Pradesh-250341
CIN: U80900UP2022PTC169189

In Rs.

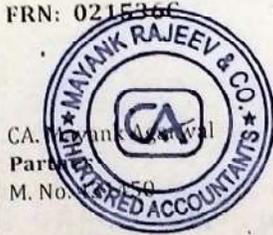
Shareholder's List as on 31.03.2024

S.No.	Name	No. of Share	Percentage	Amount
1	Sanjeev Kumar	5,000.00	48.75%	50,000.00
2	Rajendra Singh	3,898.00	38.00%	38,980.00
3	IA India Accelerator Private Limited	298.00	2.91%	2,980.00
4	Akshat Gupta	257.00	2.51%	2,570.00
5	Unanimity Opportunities Management	146.00	1.42%	1,460.00
6	Arpit Tyagi	154.00	1.50%	1,540.00
7	Akash Tomar	154.00	1.50%	1,540.00
8	Mahavir Pratap Sharma	350.00	3.41%	3,500.00
	Total	10,257.00	100.00%	102,570.00

For Mayank Rajeev & Co.

Chartered Accountants

FRN: 0215366



CA. Mayank Rajeev
Partnership
M. No. 150

Place: Meerut
Date: 27.05.2024

For Studycaller Edutech Pvt. Ltd.

For STUDYCALLER EDUTECH PVT. LTD.

For STUDYCALLER EDUTECH PVT. LTD.

Sanjeev Kumar
Director
9708399

Rajendra Singh
Director
9708400

Director

2.15 Contingent liabilities not provided for: NIL

2.16 The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date: N.A.

2.17 Details of Benami Property held

Details of Such Property, Including Year of Acquisition	Amount There Of	Details of Beneficiaries	If property is in the books, then reference to the item in the Balance Sheet	If property is not in the books, then the fact shall be stated with reasons	Where there are proceedings against the company under this law as an a better of the transaction or as the transferor then the details shall be provided	Nature of proceedings, status of same and company's view on same.
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

2.18 Where a company is a declared willful defaulter by any bank or financial Institution or other lender, following details shall be given:

Date of declaration as willful defaulter	Details of defaults (amount and nature of defaults)
N.A.	N.A.

2.19 In the opinion of the Board of Directors, Current Assets, loans and advances have valued on realization in the ordinary course of the business at least equal to the amount at which they have been stated in the Balance Sheet as at 31.3.2024.

2.20 Balance of parties to whom company owes money and who owes money to the company as On 31.03.2024, are subject to confirmation from respective parties.

2.21 Auditors Remuneration includes:

	Current Year	Previous Year
Audit Fees	Rs. 15000.00	Rs. 12500.00

2.22 No provision for the payment of Gratuity and leave Encashment has been made as these are accounted for on actual payment basis.

2.23 In the absence of information from creditors/ service providers, of their status, the amount due to micro small or medium enterprises is not ascertainable.

2.24 Related Party Disclosure as per AS-18 is as under:

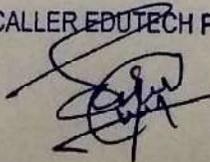
1) Details of loans & Advances

S. No	Name of Party	Relation	Opening balance of U/L	U/L Taken during the year	U/L Paid during the year	Closing Balance of U/L
1.	Mr. Rajendra Singh	Director	1,04,500.00(Dr)	-	-	1,04,500.00(Dr)
2.	Mr. Sanjeev Kumar	Director	5,51,800.00(Cr)	89,900.00	-	6,41,700.00(Cr)

2) Details of Salaries Payable

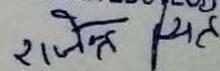
S. No	Name of Party	Relation	Salary Amount
1.	Mr. Akshat Tyagi	Director	1,76,000/-

For STUDYCALLER EDUTECH PVT. LTD.


Director



For STUDYCALLER EDUTECH PVT. LTD.



Director

2.25 Other Information related to Profit and Loss Account.

	Current Year	Previous Year
a. Expenditure in foreign currency during the financial year	Nil	Nil
b. The amount remitted during the year in foreign currencies	Nil	Nil
c. Earnings in Foreign Currency	Nil	Nil
d. Detailed of Installed Capacity, Production, Consumption, turnover etc.	Nil	Nil
e. Claims against the company not acknowledge as debts	Nil	Nil
f. CIF value of Imports	Nil	Nil
g. Value of Exports	Nil	Nil
h. Contingent Liability not provided for	Nil	Nil
i. Amount due to Small Scale Industrial Undertaking	Nil	Nil
j. The authorized share capital of the company is Rs.	Rs. 10 Lacs	Rs. 10 Lacs

"Notes referred above forming part of financial statements"

For Mayank Rajeev & Co.

Chartered Accountants
FRN: 021536



(CA Mayank Rajeev)
Partner
M.No. 481458

Place: Meerut
Date: 27.05.2024

For STUDYCALLER EDUTECH PVT. LTD. For STUDYCALLER EDUTECH PVT. LTD. For STUDYCALLER EDUTECH PVT. LTD.

Director

Sanjeev Kumar
Director
DIN: 09708399

Director

Rajendra Singh
Director
DIN: 09708400