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INDEPENDENT AUDITOR'S REPORT

To the Members of

M/s. VIRINCHI LEARNING PRIVATELIMITED

Report on the Audit of the Financial Statements

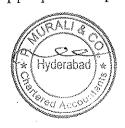
Opinion

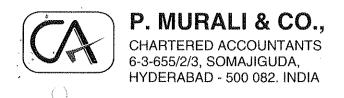
We have audited the INDAS financial statements of M/s VIRINCHI LEARNING PRIVATELIMITED ("the Company"), which comprise the balance sheet as at 31stMarch 2020, and the statement of Profit and Loss (including other comprehensive income, statement of cash flows and Statement of Changes in Equity for the 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 explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31,2020, loss and its cash flows 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 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 there under, 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.





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Emphasis of Matter Paragraph

We draw attention to Note No 15 to the financial Statements. The accumulated losses have completely eroded the Net Worth of the Company. The Company has suffered recurring losses. The accounts of the Company have been prepared on the basis of going concern assumption. However, the eroded Net Worth significantly affects the company's ability to continue as a going concern, unless it raises capital in order to fund its operations. The accounts of the Company have been prepared on the basis of going concern assumption

Our opinion is not modified in respect of this matter.

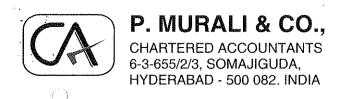
Management's Responsibility for the Financial Statements

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 India, including accepted in the accounting principles generally Standards specified under section of the 133 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; application of appropriate accounting policies; and selection and estimates that are reasonable and prudent; and design, iudgments 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.

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Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional craissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our



P. MURALI & CO.,

CHARTERED ACCOUNTANTS 6-3-655/2/3, SOMAJIGUDA, HYDERABAD - 500 082. INDIA Tel. : (91-4

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a) 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.

- b) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- c) 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.
- d) On the basis of the written representations received from the directors as on 31stMarch,2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31stMarch, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- e) 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 were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

Hyderabad

As per our report of even date

For P.Murali & Co., Chartered Accountants, Firm's Regn.No: 007257S

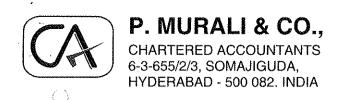
A Krishna Rao

Partner

M No. 020085

UDIN: 20020085AAAAGT4171

Place: Hyderabad Date: 25/06/2020



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Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of M/s.VIRINCHI LEARNING PRIVATE LIMITED on the financial statements for the year ended 31st March 2020, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details of intangible fixed assets.
 - (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, the company is not holding any immovable properties. Hence the verification of title deeds is not applicable.
- ii. Company does not have inventory. Therefore the provisions of clause 3(ii) of the said order not applicable to the company.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said order are not applicable to the company.
- iv. The Company has not granted any loans or made any Investments, or provided any guarantee or security to the parties covered under section 185 and 186 of the Act. Therefore, the provisions of clause 3(iv) of the said order are not applicable to the company.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of The Companies Act, 2013.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally regular in depositing the undisputed statutory dues, including Income-tax and other material statutory dues, as applicable, with the appropriate authorities in India.
 - (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Taxand other material statutory dues, which have not been deposited on account of any disputes.



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viii. In our opinion, and according to the information and explanations given to us, the company has not taken loans from financial institution or banks or Government or from debenture holders as at the balance sheet date.

- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of this clause are not applicable to the Company.
- x. According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our Audit.
- xi. The company has not provided/paid managerial remuneration for the year.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the Provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. The Company has not entered transactions with related parties during the year as such the provisions of sec.177 and 188 are not applicable to the company.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.





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xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

Hyderabad

As per our report of even date

For P.Murali & Co., Chartered Accountants, Firm's Regn.No: 007257S

A Krishna Rao

Partner

M No. 020085

UDIN: 20020085AAAAGT4171

Place: Hyderabad Date : 25/06/2020

VIRINCHI LEARNING PVT LTD						
Balance Sheet as at						
Particulars	Note No	Mar 31, 2020	March 31, 2019			
NON CURRENT ASSETS						
Property, Plant and Equipment		~	-			
Intangiable Assets	1	1,58,86,938	1,85,34,684			
Financial Assets						
Non-Current Investments						
Long Term Loans and Advances						
Other Non-Current Assets	2	-	9,796			
CURRENT ASSETS						
Financial Assets						
Trade and Other Receivables		~				
Cash and Cash Equivalents	3	2,01,382	2,36,365			
Short Term Loans and Advances			-			
Other Current Assets	4.	18,000	29,100			
Total Assets		1,61,06,320	1,88,09,945			
EQUITY AND LIABILITIES						
Equity						
Share Capital	5	19,50,000	19,50,000			
Other Equity	6	(99,38,620)	(99,41,684)			
Non-Current Liabilities						
Financial Liabilities						
Long Term Borrowings	7	1,62,04,997	2,00,17,937			
Long Term Provision		-				
Deferred Tax Liability	8	3,85,354	22,77,062			
Current Liabilities						
Financial Liabilities						
Short Term Borrowings	9	74,92,789	41,67,809			
Trade Payables	40	-				
Short Term Provisions	10	11,800	3,38,821			
Total		1,61,06,320	1,88,09,945			

Notes referred to above form an integral part of the Financial Statements

Hyderabad

As per our Report of Even Date

For and on behalf of the Board

For Virinchi Learning Pvt Ltd

FOR P MURALI & CO.,

Chartered Accountants

Firm Registration No.007257S

A.Krishna Rao Partner

M. No. 020085

Director

K.Sr Kalyan

DIN: 03137506

K.Ravindranath

Tagore

Director DIN: 03510601

Place : Hyderabad Date: 25th June 2020

VIRINCH	I LEARNIN	IG PVT LTD		
STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED (In Rs.)				
Particulars Note No Mar 31, 2020		March 31, 2019		
I. Revenue from operations	11	19,50,000	23,72,500	
II.Other Income	12	36,010	12,02,500	
III. Total Revenue		19,86,010	35 <i>,7</i> 5,000	
IV. Expenses:				
Employee Benefit Expenses	13	-	13,48,209	
Depreciation	1	26,47,746	26,47,746	
Amortisation Expenses		9,796	9,800	
Administrative Expenses	14	11,800	11,87,941	
Financial costs	15	12,05,312	14,25,757	
IV. Total Expenses		38,74,654	66,19,453	
V. Profit Before Tax (III-IV)		(18,88,644)	(30,44,453)	
VI. Tax expense:				
(1) Current tax		~	-	
(2) Deferred tax		(18,91,708)	3,32,268	
VII. Profit for the Period (V-VI)		3,064	(33,76,721)	
Other Comprehensive Income (Net of Tax)	~	-	
Total Comprehensive Income (Net of Ta	!	3,064	(33,76,721	
VIII. Earning per equity share:				
(1) Basic		0.02	(17.32	
(2) Diluted		0.02	(17.32	

Notes referred to above form an integral part of the Financial Statements

Hyderabad

As per our Report of Even Date

For and on behalf of the Board

FOR P MURALI & CO.,

Chartered Accountants

Firm Registration No.007257S

A.Krishna Rao

Partner

M. No. 020085

For Virinchi Learning Pvt Ltd

K.Sri Kalyan

Director

DIN: 03137506

K.Ravindranath

Tagore

Director

DIN: 03510601

Place : Hyderabad Date:25th Jun 2020

M/s. VIRINCHI LEARNING PVT LTD Cash Flow Statement for the Year Ended (In Rs.) **Particulars** March 31, 2020 March 31, 2019 Cash Flow from Operating Activities: Net Profit/ (Loss) before taxation and extraordinary items (18,88,644)(30,44,453)Adjustments for: Depreciation 26,47,746 26,47,746 Amortisation Expenses 9,796 9,800 Interest expenses 12,05,312 14,25,757 Operating Profit before Working Capital Changes 19,74,210 10,38,850 Working Capital Changes Trade and Other Receivables 11,100 95,71,056 Trade and Other Payables 29,97,959 42,73,042 Cash Generated from Operations 49,83,269 1,48,82,948 Interest paid 12,05,312 14,25,757 Taxation for the year 3,32,268 Net Cash from Operating Activities 37,77,957 1,31,24,923 В. Cash Flow from Investing Activities: Purchase of Fixed Assets Investment Net Cash used in Investing Activities C. Cash Flow From Financial Activities: Net Proceeds from Long Term Borrowings (38,12,940)(1,41,17,210)Net Cash used in Financing Activities (38, 12, 940)(1,41,17,210)Net Increase In Cash And Cash Equivalents (34,983)(9,92,287)Cash and Cash equivalents as at Beginning of the Year 2,36,365 12,28,652 Cash and Cash equivalents as at End of the Year 2,01,382 2,36,365

Notes referred to above form an integral part of the Financial Statements

Hyderabad

As per our Report of Even Date

For and on behalf of the Board

For Virinchi Learning Pvt Ltd

FOR P MURALI & CO., **Chartered Accountants**

Firm Registration No.007257S

A.Krishna Rao

Partner

M. No. 020085

K.Sri Kallyan Director

DIN: 03137506

K.Ravindranath

Tagore

Director DIN: 03510601

Place : Hyderabad Date: 25th June 2020

Note No. 2: Other Non Current Assets

Particulars	Mar 31, 2020	March 31,2019
Unamortised Expenses		9,796
Total Other Non Current Assets	1	9,796

Note No. 3: Cash And Cash Equivalents

Particulars	Mar 31, 2020	March 31,2019
Cash and Cash Equivalents :	·	
a) Balances with Banks :		
1) On Current Accounts	1,26,255	1,11,238
b) Cash on hand	75,127	1,25,127
Total Cash and Cash Equivalents	2,01,382	2,36,365

Note No. 4 : Other Current Assets

Particulars	Mar 31, 2020	March 31,2019
TDS Receivable	18,000	29,100
Total Other Current Assets	18,000	29,100

Note No.5 : Share Capital

Particulars	As at March 31, 2020	As at	March 31, 2019
Equity Shares of Rs.10 Each, Issued , Subscribed and Fully Pa	No.		Rs.
As At April 1 , 2018	1,95,000		19,50,000
Add: Issued During the Year			-
As At March 31, 2019	1,95,000		19,50,000
Add: Issued During the Year			
As At March 31, 2020	1,95,000		19,50,000
Particulars	As at March 31, 2020	As at	March 31, 2019
Authorised:			
2,00,000 Equity Shares of Rs.10/- Each	20,00,000		20,00,000
Issued, Subscribed and Fully Paid Up			
1,95,000 Equity Shares of Rs.10/- Each	19,50,000		19,50,000
Total Equity Share capital	19,50,000		19,50,000

Reconcilliation of Shares Outstanding at Beginning and End of the Reporting Year					
r 01		March 31, 2020)	March 31, 2019	
Equity Shares	No's	Amount	No's	Amo	unt
As at Beginning of the Year	1,95	,000	19,50,000	1,95,000	19,50,000
Shares Issued During the Year			-	-	-
As at End of the Year	1,95	,000	19,50,000	1,95,000	19,50,000

Details of Share Holders Holding More than 5% Sh.	ares in the Company			
N	1	March 31, 2020	March 31, 2	2019
Name of the Share Holder	Nos	% of Share Holding	Nos	% of Share Holding
Virinchi Limited	1,94,999	100	1,94,999	100

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Note No. 6: Other Equity

	Particulats	Share Premium	Retained Earnings	Total
As At April 1,2018		1,66,50,000	(2,32,14,963)	(65,64,963)
Additions for the Year		-	(33,76,721)	(33,76,721)
As At March 31, 2019		1,66,50,000	(2,65,91,684)	(99,41,684)
Additions for the Year			3,064	3,064
As At March 31 ,2020		1,66,50,000	(2,65,88,620)	(99,38,620)

Note No. 7: Long Term Borrowings

Particulars Particulars	Mar 31, 2020	March 31,2019
a) Term Loans:		
NSDC	1,62,04,997	2,00,17,937
Total Long Term Borrowings	1,62,04,997	2,00,17,937

Note No. 8 : Deferred Tax Liability

Particulars Particulars	Mar 31, 2020	March 31,2019
Opening Deferred Tax Liability	22,77,062	19,44,794
Add: Deferred Tax Liability/(Asset) for the Year	(18,91,708)	3,32,268
Total Deferred Tax Liability	3,85,354	22,77,062

Note No. 9: Short Term Borrowings

Particulars	Mar 31, 2020	March 31,2019
Unsecured Loans	50,12,363	32,14,671
Term Loan Repayable during the year - NSDC	24,80,426	9,53,138
Total Short Term Borrowings	74,92,789	41,67,809

Note No. 10: Short Term Provisions

Particulars Particulars	Mar 31, 2020	March 31,2019
TDS	-	32,692
Audit Fee Payable	11,800	11,800
Interest Payable	-	2,94,329
Total Short Term Provisions	11,800	3,38,821

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NOTES TO PROFIT & LOSS FOR THE YEAR ENDED

PARTICULARS	Year ended 31st Mar 2020	Year ended 31st March 2019
Fee Collected	10,50,000	23,72,500
Other Consultancy Income	9,00,000	<u></u>
Total Revenue From Operations	19,50,000	23,72,5 00

Note No. 12 : Other Income		
PARTICULARS	 ar ended Mar 2020	Year ended 31st March 2019
Recruitment Fee	-	12,02,500
Interest on IT Refund	36,010	-
Total Other Income	36,010	12,02,500

PARTICULARS	Year ended 31st Mar 2020	Year ended 31st March 2019
Salaries	-	7,36,009
Training Expenses	-	6,12,200
Total Employee Benefit Expenses	-	13,48,209

Note No. 14: Administrative Expenses		
PARTICULARS	Year ended 31st Mar 2020	Year ended 31st March 2019
Audit Fee	11,800	11,800
Interest on TDS	-	4,740
Marketing and Business Promotion Expenses	-	11,71,401
Total Administrative Expenses	11,800	11,87,941

Note No. 15: Finance Cost		
PARTICULARS	Year ended	Year ended
	31st Mar 2020	31st March 2019
Interest on NSDC Loan and Bank Charges	12,05,312	14,25,757
Total Finance Cost	12,05,312	14,25,757

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FIXED ASSETS AS ON 31st MARCH, 2020

Note No. 1:

			Gross Block		Dep	Depreciation/Amortization	fization		
					1	, , , , , , , , , , , , , , , , , , ,			
SI. No.	Particulars	As on 01.04.2019	Additions during the year	As on 31.03.2020	Dep. As on 01.04.2019	Dep. As on Dep. For the 01.04.2019 year	Total Depreciation	Net Block as on Net Block as 31.03.2020 on 31.03.2019	Net Block as on 31.03.2019
	Intangiable Assets								
Ţ	Product Development	2,63,53,205	-	2,63.53,205	78,55,796	26,35,321	1.04.91.117	1 58 62 088	1 84 97 409
7	Computer Software	74,550	ı	74,550	37,275	12,425	49.700	24.850	
	TOTAL	2,64,27,755	-	2,64,27,755	78,	26,47,746	1,05,40,817	1,58,86,938	1,85
		The state of the s							

M/s.VIRINCHI LEARNING PRIVATE LIMITEDLIMITED SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF ACCOUNTING AND PREPARATION OF FINANCIAL STATEMENTS

These financial statements of the Company are prepared in accordance with the Indian Generally Accepted Accounting Principles (GAAP) under the Historical Cost convention on the accrual basis except for certain financial instruments which are measured at Fair Values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

B. REVENUE RECOGNITION

- i) The Company follows the mercantile system of Accounting and recognizesIncome and expenditure on accrual basis.
 - ii) Revenue is not recognized on the grounds of prudence, until realized in respect of liquidated damages, delayed payments as recovery of the amounts are not certain.

C. PROVISIONS:

Provisions are recognized when the company has a legal and constructive obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation

D. CASH FLOW STATEMENT:

Cash flow statements are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

E. TAXATION:

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company.

F. DEFFERED TAX LIABILITY / ASSET

Deferred tax asset or liability is recognized for future tax consequences attributable to the timing differences that result between profit offered for Income tax and the profit as per the financial statements. Deferred tax asset or liability is measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

G. FIXEDASSTES:

Fixed Assets are stated at cost less depreciation. Cost include purchase price and attributable expense

H. DEPRECIATION:

Depreciation has been calculated according to the provisions of Schedule II of the Companies Act, 2013.

Hyderabad

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M/s.VIRINCHI LEARNING PRIVATE LIMITED

Notes to Accounts:

- 15) The Company has incurred recurring losses on account of which the net worth of the company has been completely eroded. The company is optimistic about the future, and prepared company financials on going concern basis.
- 16) The Company has not received any intimation from "Suppliers" regarding their status under Micro, Small and Medium Enterprises Development Act, 2006, and hence disclosure if any, relating to the amount unpaid as at the yearend together with interest paid/payable as required under the said act have not been given
- 17) Auditors' Remuneration:

Particulars	31-03-2020	31-03-2019
	Rupees	Rupees
Audit Fee	11,800/-	11,800/-
	,	•

- 18) In accordance with Accounting Standard 22(AS22) issued by ICAI, the company has Accounted for the Deferred income tax during the year. The deferred income tax provision for the current year amounts to Rs.18,91,708 towards deferred tax Asset.(Previous year Rs. 3,32,268/- towards deferred tax liability)
- 19) Previous years' figures are restated/regrouped/rearranged wherever necessary in order to Conform to the current years' grouping and classifications.
- 20) Figures have been rounded off to the nearest rupee.

Hyderabad

SIGNATURE TO NOTES 1 To 20

As per our report of even date

for and on behalf of the Board

For M/s.VIRINCHI LEARNING PRIVATE

LIMITED

For P.Murali &Co.,

Chartered Accountants,

Firm's Regn.No: 007257S

A Krishna Rao

Partner

M No. 020085

UDIN: 20020085AAAAGT4171

Place: Hyderabad Date : 25/06/2020

Director

Sd/-

Director