



**ACE EDUTREND LTD.**

**Ref: ACE/BSE/2021**

**Date: 12/07/2021**

BSE Limited  
Corporate Relationship Department  
25<sup>th</sup> Floor, P.J. Tower,  
Dalal Street, Mumbai-400001

**Scrip Code: 530093 ISIN: INE715F01014**

**Sub: Annual Report 2019-2020**

Dear Sir/Ma'am

This has further to our communication dated June 30, 2021 intimating the AGM of the Company to be held on Thursday, August 05, 2021.

In compliance with Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year 2020-21 along with Notice of AGM. The same has also been sent to the members through electronic mode.

The Annual Report including AGM Notice are also available on the Company's web-site **[www.aceedutrend.co.in](http://www.aceedutrend.co.in)**

Thanking you

Yours Faithfully

**For Ace Edutrend Limited**

Monendra  
Srivastava

Digitally signed by Monendra  
Srivastava  
Date: 2021.07.12 18:33:43  
+05'30'

**Monendra Srivastava**

(Managing Director)

DIN: 07489845

Encl: a/a

Regd. Office: A-7/6, Jhilmil Industrial Area, Shahdara, New Delhi-110095

Email ID: [csaceindia@gmail.com](mailto:csaceindia@gmail.com) Website: [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

CIN: L29299DL1993PLC201811 Tel: 011-49879687

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**EDUTREND LTD.**  
EDUCATE.MOTIVATE.DEVELOP.

**ACE EDUTREND LIMITED**  
**27<sup>TH</sup> ANNUAL REPORT**  
**2020-21**

**Corporate Information**

**BOARD OF DIRECTORS**

Mr. Monendra Srivastava  
Managing Director

Mr. Umaid Raj Tater  
Independent Director

Mr. Suresh Kumar Sharma  
Independent Director

Mrs. Himani Sharma  
Executive Director

**INTERNAL AUDITOR**

DSAS & Associates, Chartered  
Accountants

**STATUTORY AUDITORS**

M/s DHAMIJA SUKHIJA & CO.  
911-912, 9<sup>th</sup> Floor, Naurang  
House, 21, KG Marg, Connaught  
Place, New Delhi-110001

**SECRETARIAL AUDITOR**

Anjali Suri  
Practicing Company Secretary

**BANKERS**

ICICI Bank Limited  
19, West Avenue Road, Punjabi Bagh West-110026

**REGISTRAR & SHARE TRANSFER AGENT**

Beetal Financial & Computer Services Private Limited  
Beetal House, 3<sup>rd</sup> Floor, 99, Madangir, Behind Local  
Shopping Centre. Near Dada Harsukh Das Mandir,  
New Delhi-110062

**REGISTERED OFFICE**

A-7/6, Jhilmil Industrial Area, Shahdara,  
New Delhi- 110095.

**NOTICE**

**NOTICE** is hereby given that **27<sup>th</sup>**Annual General Meeting ('AGM') of the members of **Ace Edutrend Limited ('THE COMPANY')** will be held on **Thursday, the 05<sup>th</sup> day of August, 2021** at 03.00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of members at a common venue to transact the following business:-

**ORDINARY BUSINESS:-**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, including Board of Directors and Auditors Report thereon.
2. To re-appoint Mr. Umaid Raj Tater (DIN: 07904264), Director who retires by rotation and being eligible, offers himself for re-appointment.

**By order of the Board of Directors  
For Ace Edutrend Limited**

**Date: 30.06.2021  
Place: New Delhi**

**Sd/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845**

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.



2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at [www.aceedutrend.co.in](http://www.aceedutrend.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. Since the Annual General Meeting will be held through VC/OAVM without the physical presence of Members of the Company at a common venue, the route map is not required.

9. Members, who are holding shares in physical/electronic form and their e-mail addresses are not registered with the Company/their respective Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the Company along with self-attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhar Card, Driving Licence, Election Card, Passport, utility bill or any other Govt. document in support of the address proof of the Member as registered with the Company for receiving the Annual Report 2020-21 along with AGM Notice by email to [beetalrta@gmail.com](mailto:beetalrta@gmail.com)
10. Members holding shares in demat form can update their email address with their Depository Participants.
11. Members who are holding shares in physical form in identical names in more than one folio are requested to write to RTA enclosing their Share Certificate(s) to enable the Company to consolidate their holding into one folio.
12. Information required under Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") is also annexed.
13. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 29<sup>th</sup> day of July, 2021 to Thursday, the 05<sup>th</sup> day of August, 2021 (both days inclusive).
14. In case of joint shareholders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/her death. Shareholders desirous of availing this facility may submit nomination in SH-13.
16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Beetal Financial & Computer Services Pvt Ltd. for assistance in this regard. Members may also refer to Frequently Asked Questions ("FAQs") on their website [www.beetalfinancial.com](http://www.beetalfinancial.com)
17. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company by Monday, the 26<sup>th</sup> day of July, 2021 so the required information can be made available at the meeting.
18. The Equity Shares of the Company are listed with the BSE Ltd.

19. Voting through electronic means:

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company is pleased to provide members facility to exercise their right to vote at the 27<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e- Voting Services will be provided by National Securities Depository Limited (NSDL).
- b. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

20. The instructions for members for remote e-voting are as under:-

The remote e-voting period begins on Monday, August 02, 2021 at 9:00 A.M. and ends on Wednesday, August 02, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Monday, August 02, 2021 at 09:00 A.M. and ends on Wednesday, August 02, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 29<sup>th</sup> July 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 29<sup>th</sup> July 2021.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digitdemat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store                  Google Play         </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to

retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **csanjalisuri09@gmail.com** with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Abhishek Mishra) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [csaceindia@gmail.com](mailto:csaceindia@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [csaceindia@gmail.com](mailto:csaceindia@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login



method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.



2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [csaceindia@gmail.com](mailto:csaceindia@gmail.com). The same will be replied by the company suitably.
  
21. The Scrutinizer(s) shall immediately after the conclusion of voting at the meeting, count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 (two) witnesses, who are not in the employment of the Company. The Scrutinizer(s) shall submit a consolidated Scrutinizers' Report of the votes cast in favour or against, if any, not later than 48 (forty eight) hours of conclusion of the meeting to the Chairman or a person authorised by him in writing, who shall countersign the same. The Chairman or any other person authorised by him in writing, shall declare the results of the voting forthwith.
22. The Results declared along with the Scrutinizers' Report shall be placed on the Company's website [www.aceedutrend.co.in](http://www.aceedutrend.co.in) and on the website of NSDL i.e. <https://www.evoting.nsdl.com/> immediately after the results are declared by the Chairman or any other person authorised by him. The Company shall, simultaneously, forward the results to the concerned stock exchanges where its equity shares are listed.
23. Members are requested to quote their Folio No./ DP ID - Client ID and e-mail ID, Telephone/ Mobile no. in all correspondence.
24. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at [csaceindia@gmail.com](mailto:csaceindia@gmail.com) till July 31, 2021 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**By order of the Board of Directors  
For Ace Edutrend Limited**

**Date: 30.06.2021  
Place: New Delhi**

**Sd/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845**



## DIRECTOR'S REPORT

Your Directors present you the 27<sup>th</sup> Annual Report of your Company and the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2021.

### 1. FINANCIAL SUMMARY

Financial Summary and performance Highlights of your Company, for the financial year ended March 31, 2021 are as follows:

#### Financial Highlights:

Particulars	2020-21	2019-20
Total Revenue	18,04,151	33,77,006
Total Expense	48,11,295.03	72,97,670.18
Profit/Loss Before Tax	<b>(30,07,144.03)</b>	<b>(39,20,664.18)</b>
<b>Less: Taxation</b>		
Current Tax	0	0
Deferred Tax	(2,11,976.06)	(14,34,490.25)
Profit/Loss After Tax	<b>(32,19,120.09)</b>	<b>(53,55,154.43)</b>

### 2. RESULTS OF OPERATIONS

The total revenue of your Company for the financial year 2020-21 is Rs. 1804151 as against Rs. 3377006 in the previous year. The Net Loss before tax stood at Rs 3007144.03 as against Net Loss before tax Rs.3920664.18 in the previous year. The Loss after Tax is Rs.3219120.09 as against Loss after Tax Rs. 5355154.43 in the previous year.

### 3. DIVIDEND

The Company has suffered loss in the year 2020-21 hence it is not in the position to recommend any dividend for the period ended March 31, 2021.

### 4. CHANGE IN THE NATURE OF BUSINESS

During the year, there was no change in the nature of business of the Company.

### 5. MATERIAL CHANGES AND COMMITMENT



There are no material changes and commitments affecting the financial position of the Company occurred after the end of the financial year to which these financial statements relate on the date of this report.

#### **6. PARTICULARS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED OR RESIGNED DURING THE FINANCIAL YEAR ENDED MARCH 31, 2021.**

There is no change in the management during the year.

#### **7. ANNUAL RETURN**

The extracts of Annual Return pursuant to the provisions of Section 92(3) of The Companies Act, 2013 read with Rule 12 of the Companies (Management and administration) Rules, 2014 in the prescribed Form MGT-9 is furnished in **Annexure 1** and forms an integral part of this report.

#### **8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

#### **9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013.**

All the transactions done with related parties for the year under review were on arm's length basis and are in compliance with the applicable provisions of the Act and Listing Agreement.

There are no material significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee of the Company for its approval. The particulars of contracts entered during the year are shown in the prescribed Form AOC-2 which is enclosed as **Annexure-2**.

#### **10. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

There were five meetings of the Board held during the year:

1.	30.06.2020
2.	31.08.2020
3.	02.11.2020
4.	10.02.2021

The gap between any two meetings has been less than one hundred and twenty days and one meeting in each quarter has been held.



## 11. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act 2013, the Directors hereby confirm that:

- in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed along with proper explanation relating to material departures;
- they have 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 as at 31<sup>st</sup> March, 2021 and of the profit and loss of the company for that period;
- they have 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;
- they have prepared the annual accounts on a going concern basis;
- they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 12. STATUTORY AUDITOR

M/s **Dhamija Sukhija & Co**, Chartered Accountants (Firm Registration No. 000369N), were appointed as the statutory auditors of the Company based on their consent and certificate furnished by them in terms of Section 141 of the Companies Act, 2013, upto the conclusion of Annual General Meeting to be held in the year 2023.

The requirement for the annual ratification of the auditor's appointment at the AGM has been omitted pursuant to Companies (amendment) Act, 2017 notified on May 7, 2018.

## 13. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Companies Act, 2013, the Company appointed Mrs. Anjali Suri, a Practicing Company Secretary as its Secretarial Auditor to conduct the Secretarial Audit of the Company for FY 2020-21. The Report of Secretarial Auditor (Form MR-3) for the FY 2020-21 is annexed to the report as **Annexure-3**.

## 14. COMMENTS BY THE BOARD ON AUDIT QUALIFICATION

There were no qualifications, reservations or adverse remarks made either by the Statutory Auditors or by the Practicing Company Secretary in their respective reports.

## 15. RISK MANAGEMENT POLICY



Your Directors have adopted a Risk Management Policy for the Company. The Audit Committee and the Board of Directors of the Company review the risks, if any involved in the Company from time to time, and take appropriate measures to minimize the same. The Audit Committee ensures that the Policy for Risk Management is adopted across the Company in an inclusive manner.

#### **16. ORDERS PASSED BY THE REGULATORS OR COURTS, IF ANY**

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future.

#### **17. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company's internal control systems are supplemented by an extensive programme of internal audit by an independent professional agency and periodically reviewed by the Audit Committee and Board of Directors. The internal control system is designed to ensure that all financial and other records are reliable for preparing financial statements, other data and for maintaining accountability of assets.

#### **18. DECLARATION BY INDEPENDENT DIRECTORS**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 16B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

#### **19. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The Company has adopted a Nomination and Remuneration Policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters as provided under Section 178(3) of the Companies Act, 2013. The Policy is enclosed as a part of this report in compliance with Section 134(3) of the Companies Act, 2013 as **Annexure-4**.

#### **20. PERFORMANCE EVALUATION OF THE BOARD**

Regulation 4 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates that the Board shall monitor and review the Board Evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and individual Directors. Schedule IV of the Companies Act, 2013 and regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board, the actual evaluation process shall remain confidential and shall be a constructive mechanism to improve the effectiveness of the Board/ Committee.

## 21. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The criteria of Corporate Social Responsibility as prescribed under Section 135 of the Companies Act, 2013 is not applicable on the Company. Thus, there is no requirement to constitute a committee, formulate the policy and spent amount on Corporate Social Responsibility.

## 22. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism/ Whistle Blower Policy and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company. The Whistle Blower policy as approved by the Board has been uploaded on the website of the Company i.e. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

## 23. DISCLOSURES UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

In accordance with the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees should be set out in the annexure to the Directors' Report. As the Company has not paid any remuneration to the Directors, therefore, there is no requirement to comply with the provisions of this section.

## 24. SHARES

### a. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

### b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

### c. BONUS SHARES

No Bonus Shares were issued during the year under review.

### d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

## 25. FIXED DEPOSITS

The Company has not accepted any deposit during the Financial Year 2020-21 and, as such, no amount of principal and interest was outstanding as on Balance Sheet date.



**26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under Section 134(1)(m) of the Act read with Companies' (Disclosures of Particulars in the Report of the Board of Directors) Rules, 2014 regarding Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review. Further there was no Foreign Exchange earnings and outgo during the Financial Year 2020-21.

**27. MANAGEMENT DISCUSSION AND ANALYSIS**

A separate report on Management Discussion and Analysis relating to business and economic environment surrounding your company is enclosed as a part of the Annual Report.

**28. SUBSIDIARIES /JOINT VENTURES/ASSOCIATE COMPANIES**

The Company doesn't have any subsidiary, joint venture or associate Company.

**29. SEXUAL HARASSMENT POLICY**

In order to prevent sexual harassment of women at work place, Company has formed the policy under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act. During the year there were no instances and complaint of harassment against the Company.

**30. CORPORATE GOVERNANCE**

Your Company is committed to achieve the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set by the Regulators/ applicable laws. Our focus on corporate governance, where investor and public confidence in companies is no longer based strictly on financial performance or products and services but on a company's structure, its Board of Directors, its policies and guidelines, its culture and the behavior of not only its officers and directors, but also all of its employees.

Our approach is proactive, starting with our Leadership Team. It is also deeply ingrained in our corporate culture, guiding how we work and how we do business.

We continually discuss bylaws and governance practices, changing our policies when necessary and pointing out areas where we need to improve our performance. We also compare our practices to the criteria used by outside organizations to evaluate corporate performance.

Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 exempts our Company to have separate section on Corporate Governance in the Annual Report. Henceforth the same has not been provided in this Annual Report.

**31. LISTING OF SHARES**

Your Company's shares are listed and are being traded on the Bombay Stock Exchange of India Limited.

**32. NO DEFAULT**

The Company has not defaulted in payment of interest and repayment of loan to any of the financial institutions and /or banks during the period under review.

**33. DISCLOSURE REQUIREMENTS**

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the integrated Management Discussion and Analysis including the Business Responsibility Report are attached, which forms part of this report. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively

**CAUTIONARY NOTE**

Certain statements in the 'Management Discussion and Analysis' section may be forward-looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which would be different from what the Directors envisage in terms of the future performance and outlook. Investors are cautioned that this discussion contains forward looking statement that involve risks and uncertainties including, but not limited to, risks inherent in the Company's growth strategy, dependence on certain businesses, dependence on availability of qualified and trained manpower and other factors discussed. The discussion and analysis should be read in conjunction with the Company's financial statements and notes on accounts.

**APPRECIATION**

Your Directors wish to place on record their appreciation for the contribution made by employees at all levels to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation to the bankers, financial institutions, shareholders, dealers and customers for their continued support, assistance, without this appreciable support it not possible for the company to stands in competitive market, therefore company seeks this support in future too.

**By order of the Board of Directors  
For Ace Edutrend Limited**

**Date: 30.06.2021  
Place: New Delhi**

**Sd/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845**

Annexures to the Director's Report

Annexure-1

## Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> March, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

•	CIN	L29299DL1993PLC201811
•	Registration Date	04/10/1993
•	Name of the Company	ACE Edutrend Limited
•	Category/Sub-Category of the Company	Public Limited
•	Address of the Registered office and contact details	A-7/6, Jhilmil Industrial Area, Shahdara, New Delhi- 110095
•	Whether listed company	Yes
•	Name, Address and Contact details of Registrar and Transfer Agent, if any	Beetal Financial & Computer Services Pvt. Ltd. Beetal House, 3rd Floor, 99, Madangir, behind LSC, New Delhi - 110062

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Technical and Vocational Secondary Education	8522	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	NameAndAddressOf The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	N.A.				

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2020)				No. of Shares held at the end of the year (As on 31.03.2021)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<i>1) Indian</i>									
a) Individual/HUF	458778	0	458778	5.01	458778	0	458778	5.01	0.00
b) Central Govt.	0	0	0	0	0	0	0	0	0.00
c) State Govt.(s)	0	0	0	0	0	0	0	0	0.00
d) Bodies Corp	0	0	0	0	0	0	0	0	0.00
e) Banks / FI	0	0	0	0	0	0	0	0	0.00
f) Any Other	0	0	0	0	0	0	0	0	0.00
<b>Sub-total(A)(1):-</b>	<b>458778</b>	<b>0</b>	<b>458778</b>	<b>5.01</b>	<b>458778</b>	<b>0</b>	<b>458778</b>	<b>5.01</b>	<b>0.00</b>
<i>2) Foreign</i>									0.00
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0.00
b) Other-Individuals	0	0	0	0	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0	0	0	0	0	0.00
d) Banks / FI	0	0	0	0	0	0	0	0	0.00
e) Any Other....	0	0	0	0	0	0	0	0	0.00
<b>Sub-total(A)(1)+(A)(2)</b>	<b>458778</b>	<b>0</b>	<b>458778</b>	<b>5.01</b>	<b>458778</b>	<b>0</b>	<b>458778</b>	<b>5.01</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<i>1. Institutions</i>									
a) Mutual Funds									
b) Banks / FI	0	0	0	0	0	0	0	0	0.00
c) Central Govt.	0	0	0	0	0	0	0	0	0.00
d) State Govt.(s)	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00

f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIIs	0	0	0	0	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) Others (specify)	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>2. Non Institutions</b>									
a) Bodies Corp. (i) Indian (ii) Overseas	1682364	26200	1708564	18.65	1680333	26200	1706533	18.62	0.03
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	2205750	648915	2854665	31.16	2232849	648915	2881764	31.45	0.29
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	3416935	30000	3446935	37.62	3391740	30000	3421740	37.35	(0.27)
c) Others: HUF	637944	0	637944	6.96	638021	0	638021	6.96	0
Non-Resident Indians	54014	0	54014	0.59	54014	0	54014	0.59	0
Clear Members	0	0	0	0	50	0	50	0	0
Others	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(2)</b>	<b>7997007</b>	<b>705115</b>	<b>8702122</b>	<b>94.99</b>	<b>7997007</b>	<b>705115</b>	<b>8702122</b>	<b>94.99</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>7997007</b>	<b>705115</b>	<b>8702122</b>	<b>94.99</b>	<b>7997007</b>	<b>705115</b>	<b>8702122</b>	<b>94.99</b>	<b>0</b>
C.Shares held by Custodian for GDRs&ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>8455785</b>	<b>705115</b>	<b>9160900</b>	<b>100.00</b>	<b>8455785</b>	<b>705115</b>	<b>9160900</b>	<b>100.00</b>	<b>0</b>

\* % change during the year in bracket shows the decrease in shareholding.

(ii) Shareholding of Promoters



Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Anita Gupta	224062	2.45	0	Anita Gupta	224062	2.45	0
2.	Sushil Agarwal	234716	2.56	0	Sushil Agarwal	234716	2.56	0
	<b>Total</b>	<b>458778</b>	<b>5.01</b>	<b>0</b>	<b>Total</b>	<b>458778</b>	<b>5.01</b>	<b>0</b>

## (iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	458778	5.01	458778	5.01
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	458778	5.01	458778	5.01

\* There is no change in the promoter's shareholding during the financial year 2020-21.

## iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Name of Shareholders	Shareholding at the beginning of the year (as on 01 <sup>st</sup> April, 2020)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For each of Top 10 shareholders</b>				



<b>1</b>	<b>Madhavi Bansal</b>				
	At the beginning of the year	469000	5.12	469000	5.12
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	Nil	Nil	469000	5.12
	At the End of the year	469000	5.12	469000	5.12
<b>2.</b>	<b>Adhunik Technology Private Limited</b>				
	At the beginning of the year	379032	4.13	379032	4.13
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	(379032) 379032 (379032) 379032	(0) 4.13 (0) 4.13	379032	4.13
	At the End of the year	379032	4.13	379032	4.13
<b>3</b>	<b>Uma Goyal</b>				
	At the beginning of the year	355258	3.87	355258	3.87
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	Nil	Nil	355258	3.87
	At the End of the year	355258	3.87	355258	3.87
<b>4.</b>	<b>Vikram Bansal</b>				
	At the beginning of the year	341350	3.72	341350	3.72
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	(341350) 341350 (341350) 341350	(0) 3.72 (0) 3.72	341350	3.72
	At the End of the year	341350	3.72	341350	3.72
<b>5.</b>	<b>Diksha Mercantile Private Limited</b>				
	At the beginning of the year	326600	3.57	326600	3.57
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020	Nil	Nil	326600	3.57

	up to 31 <sup>st</sup> March, 2021				
	At the End of the year	326600	3.57	326600	3.57
<b>6.</b>	<b>P.K. Goyal</b>				
	At the beginning of the year	271200	2.96	271200	2.96
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	Nil	Nil	271200	2.96
	At the End of the year	271200	2.96	271200	2.96
<b>7.</b>	<b>Pawan Kumar Bansal</b>				
	At the beginning of the year	175000	1.91	175000	1.91
	Transaction (Purchase/ Sale )from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	(17500) 17500 (17500) 17500	(0) 0 (0) 0	175000	1.91
	At the End of the year	175000	1.91	175000	1.91
<b>8</b>	<b>Abhishek Bansal</b>				
	At the beginning of the year	175000	1.91	175000	1.91
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	(17500) 17500 (17500) 17500	(0)	175000	1.91
	At the End of the year	175000	1.91	175000	1.91
<b>9</b>	<b>Pawan Jindal</b>				
	At the beginning of the year	170000	1.86	170000	1.86
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020 up to 31 <sup>st</sup> March, 2021	Nil	Nil	170000	1.86
	At the End of the year	170000	1.86	170000	1.86
<b>10</b>	<b>M R Agarwal</b>				
	At the beginning of the year	150279	1.64	150279	1.64
	Transaction (Purchase/ Sale ) from 1 <sup>st</sup> April,2020	Nil	Nil	150279	1.64

up to 31 <sup>st</sup> March, 2021				
At the End of the year	150279	1.64	150279	1.64

**v. Shareholding of Directors and Key Managerial Personnel:**

No Directors and KMP hold any Share during the Financial Year 2020-21.

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	0	0	0	0
<b>i) Principal Amount</b>	0	0	0	0
<b>ii) Interest due but not paid</b>	0	0	0	0
<b>iii) Interest accrued but not</b>				
<b>Total (i+ii+iii)</b>	0	0	0	0
<b>Change in Indebtedness during the financial year</b>				
- Addition	0	0	0	0
- Reduction				
<b>Net Change</b>	0	0	0	0
<b>Indebtedness at the end of the financial year</b>	0	0	0	0
<b>i) Principal Amount</b>	0	0	0	0
<b>ii) Interest due but not paid</b>				
<b>iii) Interest accrued but not due</b>				
<b>Total (i+ii+iii)</b>	0	0	0	0

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	(Managing Director)	Total (Amt.)
---------	-----------------------------	---------------------	--------------



1.	Grosssalary		
	(a) Salaryasperprovis ions containedinsectio n17(1) of theIncome- taxAct, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profitsinlieuofsala ry undersection17(3) Income- taxAct,1961	NIL	NIL
2.	StockOption	NIL	NIL
3.	SweatEquity	NIL	NIL
4.	Commission - as%ofprofit - others,specify...	NIL	NIL
5.	Others,pleasespecify	NIL	NIL
6.	Total(A)	NIL	NIL
	CeilingaspertheAct	NIL	NIL

**B.Remunerationtootherdirectors:**

Sl. No.	ParticularsofRemuneration	Nameof Directors		Total Amount
	<u>IndependentDirectors</u>	Mr. Suresh Kumar Sharma	Mr. Umaid Raj Tater	
	·Feeforattendingboard committeemeetings	NIL	NIL	NIL
	·Commission	NIL	NIL	NIL
	·Others,pleasespecify	NIL	NIL	NIL
	Total(1)	NIL	NIL	NIL

	<u>Other Non-Executive Directors</u>	Mrs. Himani Sharma		
	· Fee for attending board committee meetings	NIL		NIL
	· Commission	NIL		NIL
	· Others, (As Consultant Fees)	NIL		NIL
	Total(2)	NIL		NIL
	Total(B)=(1+2)	NIL		NIL
	Total Managerial Remuneration	NIL		NIL
	Overall Ceiling as per the Act			

### C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (Anamika Thakur)*	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL 0 0 0	NIL 0 0 0	NIL 0 0 0	0 0 0 0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
6.	Total	NIL	0	NIL	0

### VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief description	Details of Penalty/Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)
<b>A. Company</b>					
Penalty					

Punishment	.....N.A.....
Compounding	
<b>B.Directors</b>	
Penalty	.....N.A.....
Punishment	
Compounding	
<b>C. OtherOfficersInDefault</b>	
Penalty	.....N.A.....
Punishment	
Compounding	

For and on behalf of the Board of Directors  
ACE Edutrend Limited

Sd/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845

Sd/-  
Himani Sharma  
Director  
DIN: 08299061

Date: 30.06.2021  
Place: New Delhi

## Annexure-2

## FORM NO. AOC.2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso is given below:

## 1. Details of contracts or arrangements or transactions not at arm's length basis

S. No	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements /transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Justification for entering into such contracts or arrangements or transactions	Nil
f)	Date of approval by the Board	Nil
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

## 2. Details of material contracts or arrangement or transactions at arm's length basis

Name of related Party	Nature of Relationship	Nature of Transaction	Duration of Contract	Amount (Rs.)	Salient Terms
--	--	--	--	--	--

For and on behalf of the Board of Directors  
ACE Edutrend Limited

Sd/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845

Sd/-  
Himani Sharma  
Director  
DIN: 08299061

Date: 30.06.2021  
Place: New Delhi



Form No. MR-3SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

*[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014]*

To,  
The Members,  
**Ace Edutrend Limited**  
**CIN: L29299DL1993PLC201811**  
A-7/6, Jhilmil Industrial Area,  
Shahdara, New Delhi-110095

We have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **ACE EDUTREND LIMITED (CIN: L29299DL1993PLC201811)** ("the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my Opinion thereon.

Based on my verification of **ACE EDUTREND LIMITED (CIN: L29299DL1993PLC201811)** ("the Company") books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the **ACE EDUTREND LIMITED ("The Company")** for the financial year ended on 31st March 2021 according to the provisions of:
  - i. The Companies Act, 2013 and the Rules made there under;
  - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
  - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: ***Not applicable to the extent of Overseas Direct Investment and External Commercial Borrowings as there were no reportable events during the financial year under review.***

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable**
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable**
  - i) Any other provisions as may be applicable to company.

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by the Institute of Company Secretaries of India.
  - ii) The SEBI (LODR) Regulation 2015 entered into by the Company with Stock Exchanges
  - iii) During the period under review and as per explanations and clarifications given to us and the representations made by the Management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
2. I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act and the Memorandum and Articles of Association of the Company, with regard to:
- a. maintenance of various statutory registers and documents and making necessary entries therein;
  - b. closure of the Register of Members.

- c. forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
- e. service of documents by the Company on its Members, Auditors and the Registrar of Companies and other stakeholders;
- f. notices of Board meetings and Committee meetings of Directors;
- g. the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- h. the 26<sup>th</sup> Annual General Meeting held on **Wednesday, the 30<sup>th</sup> Day of September 2020**;
- i. minutes of proceedings of General Meetings and of the Board and its Committee meetings; approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- j. constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors; ***The Board of Directors of the Company has not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no Company Secretary and Chief Financial Officer in the Company during the Financial Year and Himani Sharma (DIN: 08299061) was appointed as additional director dated 13<sup>th</sup> November, 2018 has not been regularized in the financial year 2019-20. Therefore, we are recommending to comply as per requirement of law.***
- k. payment of remuneration to Directors including the Managing Director and Whole-time Directors.
- l. appointment and remuneration of Auditors and Cost Auditors; ***Not Applicable***
- m. transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;
- n. declaration and payment of dividends; ***No dividend has been declared during reporting period.***
- o. Transfer of certain amounts as required under the Act to the Investor Education and Protection Fund and uploading of details of unpaid and unclaimed dividends on the websites of the Company and the Ministry of Corporate Affairs; **No Amount was pending.**
- p. borrowings and registration, modification and satisfaction of charges wherever applicable;
- q. investment of the Company's funds including investments and loans to others;

- r. form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule III to the Act;
- s. Directors' report;
- t. contracts, common seal, registered office and publication of name of the Company; and
- u. Generally, all other applicable provisions of the Act and the Rules made under the Act.

3. I further report that:

- a. ***The Board of Directors of the Company has not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no Company Secretary and Chief Financial Officer in the Company during the Financial Year 2020-2021 and Himani Sharma (DIN: 08299061) was appointed as Additional Director dated 13<sup>th</sup> November, 2018 has not been regularized in the financial year 2019-20. Therefore, we are recommending the Company to comply as per requirement of law.***
- b. ***The Company has not filed Form DIR-12 and MGT-14 for the appointment of Company Secretary/ Chief Financial Officer of the Company and Form INC-22A (e-form Active-Verification of Registered Office) has also not been filed by the Company.***
- c. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- d. ***We further report that the Company has not paid Listing Fee to the BSE Limited, for the financial Year 2020-21.***

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

- 4. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.
- 5. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed there under by the Depositories with regard to

dematerialization / rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.

6. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.
7. I further report that:
  - a. the Company has complied with the requirements under the SEBI (LODR) Regulation, 2015 entered into with Stock Exchanges.
  - b. the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
  - c. the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;.

I further report that as per explanation given to me and the representations made by the Management and relied upon by me there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**Date: 30.06.2021**

**Place: Delhi**

***For Anjali Suri & Associates  
Company Secretaries***

**SD/-**

***Practicing Company Secretary***

C.P. No.: 21005

M No. 54171

UDIN: A054171C000570049

\* This report is to be read with our letter of even date which is annexed as Annexure A



**“Annexure A”**

**To,  
The Members,  
Ace Edutrend Limited  
A-7/6, Jhilmil Industrial Area,  
Shahdara, New Delhi-110095**

Our report of even date is to be read along with this letter:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provision of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company not of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. Due to COVID-19 Pandemic, we have not inspected physical records, papers, registers etc. of the Company for the financial year 2020-21 and information required by us were provided through electronic Mode. Therefore, we also recommend the company to strengthen its Compliance as per requirement of law.

**Date: 30.06.2021**

**Place: Delhi**

***For Anjali Suri & Associates  
Company Secretaries***

**SD/-  
Practicing Company Secretary  
C.P. No.: 21005  
M No. 54171  
UDIN: A054171C000570049**



## NOMINATION & REMUNERATION POLICY

The Nomination & Remuneration policy for members of the Board and KMPs is drafted in a manner which aims to improve the performance of the Board of Directors and KMPs of **ACE Edutrend Limited** (the 'Company') and subsequently enhance the value of the Company, to motivate and retain them, and to be able to attract other highly qualified executives.

In determining the Nomination & Remuneration policy, the Nomination & Remuneration Committee ensures that a competitive remuneration package for Board-level executives and KMPs commensurate to their talent is maintained and benchmarked with other similar companies operating in domestic market.

The terms of reference, objectives and key elements of the policy produced below is in line with the provisions of Section 178(4) of the Companies Act, 2013, which requires that the policy be formulated in a manner such that it ensures that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully and also that relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

### OBJECTIVES OF NOMINATION & REMUNERATION POLICY

The objective of Nomination & Remuneration Policy of ACE EDUTREND LIMITED is to attract, motivate and retain qualified and expert individuals that the Company needs in order to achieve its strategic and operational objectives, whilst acknowledging the societal context around remuneration and recognizing the interests of ACE EDUTREND LIMITED.

### BASIS OF FORMULATION

The Company while deciding the remuneration package of the senior management members takes into consideration the employment scenario, remuneration package of the industry, remuneration package of the managerial talent of other industries, among others.

### KEY ELEMENTS OF THE POLICY

The following elements are taken into consideration:

- a) ACE Edutrend Limited strives for a high performance in the field of sustainability and aims to maintain a good balance between economic gains, respect for people and concern for the environment in line with ACE Edutrend Limited values and business principles as



reflected in the Company's Code of Business Conduct. The Nomination & Remuneration policy reflects a balance between the interests of the Company's main stakeholders as well as a balance between its short term and long-term strategy. As a result, the structure of the remuneration package for the Managing Board and KMPs is designed to balance short-term operational performance with the medium and long-term objective of creating sustainable value within the Company, while taking into account the interests of its stakeholders.

- b) To ensure that highly skilled and qualified senior executives can be attracted and retained. ACE Edutrend Limited aims for a total remuneration level that is comparable to levels provided by other companies that are similar to the Company in terms of size, line of production and complexity.
- c) The remuneration policies for the members of the Managing Board and for other senior executives of ACE Edutrend Limited are aligned.
- d) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- e) The remuneration to directors and KMPs and other senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

### **Terms of reference**

The terms of reference of the Nomination & Remuneration Committee, inter alia, consists of reviewing the overall compensation policy, service agreements, performance incentive and other employment conditions of Board Members and KMPs. The recommendations of the Nomination & Remuneration Committee are considered and approved by the Board of Directors, subject to the approval of the shareholders, wherever necessary.

The remuneration of the Executive Directors and KMPs are recommended by the Nomination & Remuneration Committee based on criteria such as industry benchmarks, the Company's performance vis-a-vis the industry, responsibilities shouldered, performance/track record, review on remuneration packages of heads of other organizations and is decided by the Board of Directors, subject to the approval of the shareholders at the General Meeting of the Company wherever required. The Company pays remuneration by way of salary, perquisites, allowances etc. Besides the above Criteria, the Remuneration/ compensation/ commission etc. to be paid to Director/ Managing Director/KMPs shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is involved in improving the quality of human capital in the country through skill and educational interventions. It manages to establish educational institute, training institutes and centres. It acts as consultants, contractors, advisors, surveyors and assessors, representations and liaison agents in India in connection with the aforementioned business. Company is currently taking up the projects in the state of Rajasthan. During the current financial year the company has made turnover of Rs. 33,77,006.

### OPPORTUNITIES, THREATS & OUTLOOK

Education sector in the past recent years has seen rapid transformations with the introduction of the technology. The Company is engaged in most rewarding coaching segment of the Education sector. The Company is looking for providing Higher and Vocational Education in the upcoming years. The Company is positive with the future developments and endeavors to do its best to capitalize the opportunities in this sector.

### RISKS & CONCERNS

The company is engaged in Tutoring and Coaching Segment and providing Higher & Vocational Education. The following section discusses the various aspects of enterprise-wide risk management. Readers are cautioned that the risk related information outlined here is not exhaustive and is for information purpose only.

#### **The key risks that may impact the Company's Business include:-**

- a) **Changes in regulatory Environment:-** Despite being a regulated and competitive sector, India's education sectors are one of the last theatres for the liberalization debate. Planners and educationalists are confronted with the failure of public initiatives to achieve universal coverage. The increasing trend of preference to study in abroad is also a threat to the Sector.
- b) **Increased Competition:-** the Education Industry in India has witnessed the entry of various new players which was resulted in heightened competition. There is greater private participation in the provision of higher education, which should be spread through all levels of Education. There is an urgent need for greater charity of regulation, which would reduce the need for current complicated structures of ownership and encourage greater public-private participation in this vital sector.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

There are well-established procedures for internal controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the Company. To ensure quality of delivery, the Company is now focusing mainly Higher & Vocational Education.



**FINANCIAL PERFORMANCE**

(In Rupees)

Particulars	2020-21	2019-20
Total Revenue	18,04,151	33,77,006
Total Expense	48,11,295.03	72,97,670.18
Profit/Loss Before Tax	<b>(30,07,144.03)</b>	<b>(39,20,664.18)</b>
<b>Less: Taxation</b>		
Current Tax	0	0
Deferred Tax	(2,11,976.06)	(14,34,490.25)
Profit/Loss After Tax	<b>(32,19,120.09)</b>	<b>(53,55,154.43)</b>

**MATERIAL DEVELOPMENT IN HUMAN RESOURCES**

The efforts for development of human resource have been continued with greater emphasis on training and development programs. The Company enjoyed healthy and cordial relations with the employees of the Company. A detailed performance evaluation system is in place and remuneration and rewards are strongly linked to performance indicators.

The Company has laid down various plans to attract and retain skill manpower at all levels. Your directors' place on record their sincere appreciation in respect of the services rendered by the employees of the Company at all levels.

Human resources are highly valued at ACE EDUTREND LIMITED. The Company seeks to attract, retain and nurture qualified and good faculty, technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & Development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through upgradation & job enrichment, performance incentives.

**CAUTIONARY STATEMENTS**

The report may contain forward looking statements which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations and projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those express or implied.

## **Corporate Governance Report**

### **A) COMPANY'S PHILOSOPHY:**

At Ace Edutrend Limited ("the Company"), Corporate Governance is both a tradition and a way of life.

"We will, with utmost care for the environment envisages attainment of the highest levels of transparency and accountability in the functioning of Company, continue to enhance value for our shareholders, customers, government, suppliers, and lenders and to build the confidence of the society in general through sales growth, cost effectiveness and wise investment of resources."

### **The Company's Corporate Governance philosophy is led by core principles of:**

- Satisfying the spirit of the law and not just the letter of the law.
- Communicating externally in a truthful manner about how the company is run internally.
- Embracing a trusteeship model in which the management is the trustee of the shareholders' capital and not the owner.
- Making a clear distinction between personal convenience and corporate resources.

### **Highlights of Company's Corporate Governance regime are:**

- Broad based and well represented Board with fair mix of Executive, Non-Executive and Independent Directors bringing in expertise in diverse areas with half of the
- Constitution of several Board Committees for focused attention and proactive flow of information and informed decisions.
- Emphasis on ethical business conduct by the Board, management and employees to ensure integrity, transparency, independence and accountability in dealing with stakeholders.
- Established Code of Conduct for Directors and Senior Management, Instituted Whistle Blower policy and Code of Conduct for Prevention of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- Focus on hiring, retaining and nurturing best talent and to promote a culture of excellence across the organization.
- Timely, transparent and regular disclosures.
- Effective control on statutory compliances.
- Communication with shareholders including emailing of Annual Reports, other documents.



**B) BOARD OF DIRECTORS:****(i) Composition**

The composition of Board of Directors is in compliance with Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the Rules issued thereunder. The Company **hasnot** optimum composition of Executive and Non-Executive Directors as on 31<sup>st</sup>March, 2021

On an annual basis, the Company obtains from each Director details of the Board and Board Committee positions she / he occupies in other Companies and changes, if any, regarding their Directorships. In addition, the Independent Directors provide an annual confirmation that they meet the criteria of independence as defined under Section 149(6) on an annual basis of the Companies Act, 2013.

The maximum tenure of Independent Directors is up to five consecutive years from the date of their appointment. However, they can be re-appointed for another term of five consecutive years from the date of their re-appointment. The date of appointment and tenure of the existing Independent Directors is given below:

S. No.	NameofIndependentDirector	DateofAppointment
1	Mr.MonendraSrivastava	May 17,2016
2	Mr. Umaid Raj Tater	August 25,2017
3.	Ms. Suresh Kumar Sharma	August 25,2017
4.	Mrs. Himani Sharma	November 13, 2018

The letters of appointment have been issued to the all the Directors and the terms and conditions thereof are posted on the Company's website.

The Board of Directors along with its Committees provides effective leadership and strategic guidance to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosures.

**(ii) Key functions of the Board**

The Board performs various statutory and other functions in connection with managing the affairs of the Company. The key functions performed by the Board of the Company are:



- a. Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation & corporate performance;
- b. Monitoring effectiveness of the Company's governance practices and making changes as needed;
- c. Selecting, compensating, monitoring and when necessary, replacing key executives and overseeing succession planning;
- d. Aligning key executive and Board remuneration with the long term interests of the Company and its shareholders;
- f. Monitoring and managing potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in related party transactions;
- g. Ensuring integrity of the company's accounting and financial reporting systems, including the independent audit and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational controls and compliance with the law and relevant standards;
- h. Overseeing the process of disclosure and communications;
- i. Monitoring and reviewing Board Evaluation framework.

### **(iii) Meetings of the Board**

Meetings of the Board are generally held at the registered office of the Company. During the financial year under review, the Board met four times i.e. on 30.06.2020, 31.08.2020, 02.11.2020, and 10.02.2021.

The Company has held such minimum number of Board in Calendar Year with maximum interval of 120 days between any two consecutive board meeting which is in compliance with the provisions of the Companies Act, 2013 (the 'Act'), Secretarial Standard-1 and Listing Regulations.

An annual calendar of meetings is prepared and shared with the Directors well in advance, to enable them to plan their attendance at the meetings. Directors are expected to attend Board Meetings, spend the necessary time and meet as frequently as the situation warrants to properly discharge their responsibilities.

Concerned Executives of the Company communicate to the Company Secretary, the matters requiring approval of the Board, so that these can be included in the Agenda for the scheduled Board/Committee Meeting.

The Agenda along with explanatory notes are circulated 7 (seven) days electronically to the Directors, well in advance before the date of the Meeting(s) in compliance with Secretarial Standards. The Company Secretary attends all the meetings of the Board and its Committees and is, inter alia, responsible for recording the minutes of the meetings of the Board and its Committees. The draft minutes of the Board and its Committees are sent to the members for their comments in

accordance with the Secretarial Standards and then the minutes are entered in the minutes book within 30 (Thirty) days of the conclusion of the meetings, subsequent to incorporation of the comments, if any, received from the Directors.

Composition of the Board of Directors as on March 31, 2021 attendance at the Board meetings held during the Financial Year and No. of other Directorship & Committee Member in other Companies and at the last Annual General Meeting (AGM) are given in table below:

Name and Designation	Category	No. of Board Meetings		Last AGM Attendance	No. of other Directorship & Committee Member/Chairmanship in other Companies*		
		Held during Year 2020-21	Attended		Attended	Directorship	Committee Membership
Mr. Monendra Srivastava (DIN:07489845)	Managing Director	4	4	Yes	3	2	1
Mr. Umaid Raj Tater (DIN:07904264)	Independent Director	4	3	No	0	0	0
Mr. Suresh Kumar Sharma (DIN:07909730)	Whole time Director	4	3	No	0	0	0
Ms. Himani Sharma (DIN:08299061)	Director	4	4	No	0	0	0

\* Pursuant to Regulation 26 of Listing Regulations, membership of Audit Committees and Stakeholders Relationship Committees of Indian Public Limited Companies, whether listed or not have been considered.

#### (iv) Information given to the Board

The Board and Committees thereof have complete access to all relevant information. Such information is submitted either as part of the agenda papers of the meetings in advance or by way of presentations and discussion material during the meetings. Such information inter-alia includes the following:

- Annual operating plans and budgets and any updates;



- Capital budgets and any updates;
- Quarterly results of the Company;
- Minutes of the meetings of various Committees of the Board;
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of the Chief Financial Officer and the Company Secretary;
- Show cause, demand, prosecution notices and penalty notices, which are materially important;
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems;
- Material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company;
- Issue which involves possible public or product liability claims of substantial nature;
- Details of any joint venture or collaboration agreement;
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property;
- Sale of material nature, of investments, assets, which is not in normal course of business;
- Noting of Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as delay in share transfer, etc.

#### **(v) Board Process**

The Board of Directors of the Company reviews all information provided periodically for discussion and consideration at its meetings in terms of Regulation 17 (2) of SEBI (LODR) Regulations, 2015.

Detailed Agenda are circulated to the Directors in advance. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meetings. Where it is not practicable to enclose any document to the agenda, the same is placed before the meeting. In special and exceptional circumstances, additional item(s) on the agenda are permitted to be discussed at the Meeting.

Important decisions taken at the Board/ Committee meetings are promptly communicated to the concerned departments/ divisions.

The Company has substantially complied with the Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI) from time to time.

#### **(vi) Separate Independent Directors' Meeting**

Independent Directors met on March 31, 2021 without the attendance of Non-Independent Directors and members of the management of the Company inter alia, evaluated performance of the Non-Independent Directors, Chairman of the Company and the Board of Directors as a whole. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

**(vii) Familiarization Programme for Independent Directors**

The Company has in place a structured induction and familiarization program for the Independent Directors. The Company familiarizes its Independent Directors with the Company's corporate profile, its Vision and Values Statement, organizational structure, the Company's history and milestones, latest Annual Report, Code of Conduct applicable to Directors/Senior Management employees of the Company Code of Conduct for Prevention of Insider Trading and other applicable codes along with the Sustainability Reports of the Company. They are also updated on all business related issues and new initiatives.

At the time of appointment, an appointment letter setting out the role, duties & responsibilities, details regarding remuneration, performance evaluation process, among others, is given to the Directors. The Directors are also explained in detail the compliances required from them under the Act, Listing Regulations and other relevant regulations and their individual affirmations are taken with respect to the same.

Brief details of the familiarization program are uploaded and can be accessed on the Company's website. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

**(ix) Management discussion and analysis**

This is given as a separate in the Annual Report.

**C) COMMITTEES OF THE BOARD:**

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted several Committees of Directors with specific terms of reference. The Committees operate as empowered agents of the Board as per their terms of reference that set forth the purposes, goals and responsibilities. Committee members are appointed by the Board with the consent of individual Directors. The Committees meet as often as required or as statutorily required.

Committees that are constituted voluntarily for effective governance of the affairs of the Company may also include Company executives.

Details of the Committees of the Board and other related information are provided hereunder:

<b>Audit Committee</b>	<b>Nomination and Remuneration Committee</b>
Mr. Monendra Srivastava	Mr. Umair Raj Tater
Mr. Umair Raj Tater	Mr. Suresh Kumar Sharma
Mr. Suresh Kumar Sharma	-



Details of Meetings of the Committees held during the year and attendance of members thereof:

Name of the Directors	No. of Committee Meeting			
	Audit Committee		Nomination & Remuneration Committee	
	Held	Attendance	Held	Attendance
Mr. Monendra Srivastava	4	4	1	1
Mr. Umaid Raj Tater	4	3	1	1
Mr. Suresh Kumar Sharma	4	3	1	1

The Company Secretary officiates/Managing Director as the Secretary of the Committees. Detailed terms of reference, composition, quorum, meetings, attendance and other relevant details of these Committees are as under:

#### AUDIT COMMITTEE

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management. The Committee through regular interaction with external and internal auditors and review of financial statements ensures that the interests of stakeholders are properly protected.

#### (i) Terms of reference:

The Audit Committee functions according to its terms of reference that define its composition, authority, responsibility and reporting functions in accordance with the provisions of the Companies Act and Regulation 18 of Listing Regulations which, inter-alia, currently include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration, terms of appointment of auditor of the Company;
3. Approval of payment to statutory auditors for any other permitted services rendered by the statutory auditors;
4. Reviewing and examining, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report.
  - b. Changes, if any, in accounting policies and practices and reasons for the same.



- c. Major accounting entries involving estimates based on the exercise of judgment by management.
  - d. Significant adjustments made in the financial statements arising out of audit findings.
  - e. Compliance with listing and other legal requirements relating to financial statements.
  - f. Disclosure of any related party transactions.
  - g. Draft Auditors' report including qualifications, if any
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
  6. Reviewing and monitoring, with the management, the statement of uses/ application of funds raised through an issue/ public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  7. Reviewing and monitoring with the management, independence and performance of statutory and internal auditors, adequacy of the internal control systems, and effectiveness of the audit processes;
  8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
  9. Discussion with internal auditors of any significant findings and follow up thereon;
  10. Reviewing the findings of any internal investigations by internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
  11. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
  13. To ensure establishment of and to review the functioning of the Whistle Blower Policy (Vigil Mechanism);
  14. Approval of appointment of CFO (i.e., the whole- time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications experience & background, etc. of the candidate;
  15. Approval or any subsequent modification of transactions of the Company with related parties;
  16. Scrutiny of inter-corporate loans and investments;
  17. Valuation of undertakings or assets of the Company, wherever it is necessary;
  18. Evaluation of internal financial controls and risk management system;
  19. Review of Management discussion and analysis of financial condition and results of operations;

20. Review of Management letters / letters of internal control weaknesses issued by the statutory auditors;
21. Review of Internal audit reports relating to internal control weaknesses;
22. Review of Financial statement, in particular, investments made by the subsidiary company(s);
23. Review of appointment, removal and terms of reference of Chief Internal Auditor;
24. Recommend appointment and remuneration of Cost Auditors;
25. Any other role as prescribed by the Companies Act, 2013 and the Listing Regulations.

**(ii) Invitees:**

Statutory Auditors, Internal Audit firm's representatives, and other executives, as desired by the Committee, attend the meetings as invitees.

**(iii) Meetings**

Audit Committee meets at least four times in a year with a gap of not more than four months between two meetings. During the year the Committee met four times i.e. on 30.06.2020, 31.08.2020, 02.11.2020 and 10.02.2021.

**NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee, constituted under Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations, functions according to its terms of reference that define its composition, authority, responsibility and reporting functions which, inter alia, include the following:

**(i) Terms of Reference:**

1. Recommend to the board the set up and composition of the board and its committees including the "formulation of the criteria for determining qualifications, positive attributes and independence of a director". The committee will consider periodically reviewing the composition of the board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
2. Recommend to the board the appointment or re-appointment of directors.
3. Devise a policy on board diversity.
4. Recommend to the board appointment of key managerial personnel ("KMP" as defined by the Act) and executive team members of the Company (as defined by this committee).
5. Recommend to the board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.

**(ii) Meetings**

The Committee meets as often as required. During the year the Committee met one times



**(iii) Investors' Grievances/Complaints**

During the year, the Company didn't receive any complaint/grievance from the investors. No complaint was pending as on March 31, 2021.

**(iv) Transfers, Transmissions etc. approved**

During the year under review, no request had been received for share transfer/transmission.

The Company had 703 shareholders as on March 31, 2021.

**D) ANNUAL PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Regulation 17(10) of the Listing Regulations and the circular issued by SEBI dated 5th January, 2017 with respect to Guidance Note on Board Evaluation, the evaluation of the annual performance of the Directors/Board/Committees was carried out for the financial year 2020-21.

Structured assessment sheets were finalized to evaluate the performance of the Board, Committees of the Board and individual performance of each Director including the Chairman. The evaluation process was facilitated by the Chairman of the Nomination and Remuneration Committee.

These assessment sheets for evaluation of performance of the Directors were prepared based on various aspects which, amongst other parameters, included the level of participation of the Directors, understanding of the roles and responsibilities of Directors, understanding of the business and competitive environment in which the Company operates, understanding of the strategic issues and challenges for the Company, etc.

Some of the performance indicators for the Committees include understanding of the terms of reference, effectiveness of the discussions at the Committee meetings, information provided to the Committee to discharge its duties and performance of the Committee vis-à-vis its responsibilities.

The Nomination and Remuneration Committee evaluates the performance of the Managing Director by setting his Key Performance Objectives at the beginning of each financial year.

The Committee ensures that the Key Performance Objectives are aligned with the immediate and long term goals of the Company.

The performance of the Independent Directors was also evaluated taking into account the time devoted and attention given to professional obligations for independent decision making and acting in the best interest of the Company, strategic guidance to the Company and help determine important policies, external expertise provided and independent judgment that contributes objectively in the Board's deliberation, particularly on issues of strategy, performance and conflict management.

**E) REMUNERATION OF DIRECTORS**

The Company has no stock option plans for the directors and hence, it does not form a part of the remuneration package payable to any executive and/or non-executive director.

In 2020-21, the Company did not advance any loans to any of the executive and/or non-executive directors.

**i. Remuneration to Executive Directors**

Details of remuneration paid/payable to directors during 2020-21 are provided in an annexure to the Directors' Report in section VI of Form MGT-9, i.e., extract of the Annual Return.

**ii. Remuneration to Non-Executive Directors**

During the FY 2020-21, the Company has not paid any remuneration to the non-executive directors.

**iii. Criteria for making payment to Non-Executive Directors**

During the FY 2020-21, the Company has not paid any remuneration to the non-executive directors.

**iv. Shareholding of directors**

Information on shares held by directors in the Company as on March 31, 2021 is provided in the annexure to the Directors' Report in section IV (v) of Form MGT-9, i.e., extract of the Annual Return.

**F) GENERAL BODY MEETINGS**

**i. The details of last three Annual General Meetings (AGM) of the Company are as follows:**

Financial Year	Date	Time	Location
2019-20 (26 <sup>th</sup> AGM)	September 30, 2020	10:00 A.M	Through Audio/Video Mode
2018-19 (25 <sup>th</sup> AGM)	September 27, 2019	01:00 PM	Apsara Grand Banquets, A-1/20 B, Paschim Vihar, Rohtak Road, Near Metro Station Paschim Vihar(West), New Delhi-110063
2017-18 (24 <sup>th</sup> AGM)	September 28, 2018	12:30 P.M.	Apsara Grand Banquets, A-1/20 B, Paschim Vihar, Rohtak Road, Near Metro Station Paschim Vihar(West), New Delhi-110063

**ii. Special Resolutions passed during last three AGMs:**

Details of AGM	Date and time of AGM	Details of special resolutions(s) passed at the Annual General Meetings, if any
26 <sup>th</sup> AGM	September 30, 2020 (10:00 AM)	No special resolutions were passed

25 <sup>th</sup> AGM	September 27, 2019 (01:00 PM)	1. Regularisation of Ms. Himani Sharma as Director in the Company
24 <sup>th</sup> AGM	September 28, 2018 (12:30 PM)	1. To consider and approve the appointment of Mr. Girraj Kishore Varshney (DIN 07151639) as Independent Director of the Company .  2. To consider and approve the appointment of Mr. Monendra Srivastava (DIN 07489845) as Executive Director of the Company

### iii. Special Resolutions passed through Postal Ballot during FY 2020-21

During the year ended 31<sup>st</sup> March, 2021, no special resolution has been passed through postal ballot. Further, none of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a Special Resolution through Postal Ballot.

### iv. Whether any Special resolution(s) are proposed to be passed through Postal Ballot

Special Resolution(s) as may be necessary under the Act/Listing Regulations would be passed through Postal Ballot.

## G) CODES AND POLICIES

The Company has established the following salient codes and policies:

### i. Code of Conduct

The Company has formulated and implemented a Code of Conduct for all the employees including the members of Board and Senior Management Personnel. Requisite annual affirmations of compliance with the Code have been received from the Directors and Senior Management of the Company for the financial year 2020-21. A declaration signed to this effect by Mr. Monendra Srivastava (Managing Director) is enclosed as **Annexure-A**. The Code of Conduct is posted on the Company's website [www.aceedutrend.co.in](http://www.aceedutrend.co.in).

### Code of Conduct for Prevention of Insider Trading

In accordance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct to Regulate, Monitor and Report Trading by Insiders ("Insider Trading Code"). The said Insider Trading Code applies to Directors, Senior Management Personnel, persons forming part of the Promoter(s) & Promoter(s) Group and such other designated employees of the Company, who are expected to have access to unpublished price sensitive information.



The code of conduct for Prevention of insider trading is posted on the Company's website [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)**

The Company has adopted a Code of Practices and Procedures for Fair Disclosure of UPSI with a view to facilitate prompt, uniform and universal dissemination of UPSI. The following shall be available on the Company Website. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

#### **ii. Policy for Determining Materiality of Events and Information**

The Company has adopted a Policy for Determining Materiality of Events and Information for the purpose of making disclosure to the Stock Exchanges. This policy aims to ensure timely and adequate disclosure of all material and price sensitive information to the Stock Exchanges. The Policy is displayed on the Company's website. The link of the same is [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### **Whistle Blower Policy**

The company has adopted a Whistle blower policy to provide a formal mechanism for its directors, employees and business associates to voice concern in a responsible and effective manner regarding suspected unethical matters involving serious malpractice, abuse or wrongdoing within the organization and also safeguards against victimization of Directors/Employees. The Audit Committee periodically reviews functioning of "Whistle Blower Mechanism".

The Policy is posted on the Company's website [www.aceedutrend.co.in](http://www.aceedutrend.co.in).

No personnel is denied access to the Audit Committee of the Company.

#### **iii. Policy for Preservation of Documents**

The Company has adopted a Policy for Preservation of Documents. The Policy facilitates preservation of documents in compliance with the laws applicable to various functions and departments of the Company. The same is available on company's website. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### **Appointment and Remuneration Policy**

The Company's policy on appointment and remuneration of the Directors, Key Managerial Personnel and other employees is given as **Annexure-4** of Board Report and the same is available on company's website. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### **Policy on Materiality of Related Party Transactions**

During the year the Company's had also review the policy on dealing with related party transactions and the same is also displayed on Company's website.

The web-link for the same is [www.aceedutrend.co.in](http://www.aceedutrend.co.in).



### Prevention of Sexual Harassment Policy

The Company had adopted the Sexual Harassment ('POSH') pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has ensured organization wide dissemination of the Policy and the provisions of Prevention of Sexual Harassment of Women at Workplace Act by conducting sessions throughout the Company.

During the financial year under review no complaints had been received by the Company. The Company is committed to providing a safe and conducive work environment to all of its employees and associates.

### H) DISCLOSURES

#### i. Related Party Transactions:

During the FY 2020-21 there were no transactions with the related party's viz. promoters, directors or the management, their subsidiaries or relatives, etc.

#### ii. Compliance with Mandatory requirements of Listing Regulations:

The Company has complied with various rules and regulations prescribed by Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital markets and no penalties or strictures have been imposed by them on the Company during last three years.

#### iii. Disclosure of commodity price risks and commodity hedging activities:

The Company has in place a mechanism to inform the Board members about the Risk assessment, mitigation plans and periodical reviews faced by the Company. The Audit Committee is periodically briefed on the steps taken to mitigate the risks. The Company does not indulge in commodity hedging activities.

iv. Annual listing fee for the year 2020-21 (as applicable) has not paid the Stock Exchanges where the shares of the Company are listed.

v. Notes on risk management are included in the Section of Director Report. Further, The Company is not mandatorily required to constitute Risk Management Committee, but our Company has laid down procedure to inform Board Members about the risk assessment and minimization procedures. These procedures are being periodically reviewed to ensure that management controls risk through the means of properly defined framework of the Company.

#### vi. Disclosure on the Website:

Following basic information has been disseminated on the website of the Company at [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

- Details of business of the Company
- Details of establishment of vigil mechanism/Whistle Blower policy



- Policy on dealing with Related Party Transactions
- Policy for determining material subsidiaries
- Nomination & Remuneration Policy
- Terms and conditions of appointment of Independent Directors
- Details of familiarisation programmes imparted to Independent Directors
- Policy for determination of materiality of events
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- Code of Conduct for Prevention of Insider Trading.
- Policy for Preservation of Documents
- Details regarding Shareholding Patterns, corporate Governance Report, Annual and Quarterly Returns, Notices for the Board Meetings.
- Contact information of the designated officials of the listed entity who are responsible for assisting and handling Investor Grievances.

## **I) MEANS OF COMMUNICATION**

### **i. Financial Results:**

The quarterly financial results are regularly submitted to the Stock Exchanges and are published in leading Business Newspapers i.e. ‘**Top Story**’ and regional newspapers like ‘**Metro Media**’ in accordance with the requirements of Listing Regulations.

### **ii. Company’s website:**

The quarterly and annual financial results are posted on the website of the Company at “[www.aceedutrend.co.in](http://www.aceedutrend.co.in)”. The website also displays official news release, if any.

### **iii. Investors call:**

Various sections of the Company’s website keep the investors updated on material developments of the Company by providing key and timely information like details of directors, financial results, annual reports, shareholding pattern etc. Officers of the Company respond to all requests from investors and analysts, through calls/emails, with respect to the business profile and financial performance of the Company. The published results are shared after the Board meeting by uploading on the company’s website for all interested stakeholders.

**iv.** Annual Report is emailed to such shareholders whose email ids are registered with the Company/Depositories.

## **J) GENERAL SHAREHOLDERS' INFORMATION**

### **i. Date, Time and Venue for 27<sup>th</sup> Annual General Meeting**

As per notice of 27<sup>th</sup> Annual General Meeting, the meeting is scheduled to be held on Thursday, 05<sup>th</sup> August, 2021 at 03:00 PM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of members at a common venue.

### **ii. Financial Year and Financial Calendar.**



The Company observes April 01 to March 31 of the following year as its Financial Year. The Financial Calendar for year 2021-22 is as follows:

Item	Tentative Dates*
First Quarter Results	August 14, 2021
Second Quarter Results	Before 14 <sup>th</sup> November, 2021
Third Quarter Results	Before 14 <sup>th</sup> February, 2021
Audited Annual Results for the year	Before 30 <sup>th</sup> May, 2022

\*These dates are tentative and are subject to change.

### iii. Book Closure & Dividend Payment Dates

Book Closure date is as per Notice of 27<sup>th</sup> Annual General Meeting. Further, no dividend has been recommended for the year ended March 31, 2021.

### iv. Listing

The names of the Stock Exchanges at which the securities of the Company are listed and the respective stock codes are as under:

S.No.	Name of the Stock Exchange	Security Listed	Stock Code
1.	BSE Ltd.	Equity Shares	530093

### V. Share Transfer System

Share transfers which are received in physical form, are processed and the share certificates are normally returned within a period of 15 days from the date of receipt subject to the documents being valid and complete in all respects. The dematerialised shares are transferred directly to the beneficiaries by the depositories.

#### Distribution of shareholding as on March 31, 2021

##### (a) Value Wise

Shareholding of nominal value (in `)	Shareholders	Shareholding

	Number	%	Number	%
Upto5000	2812	76.06	514135	5.62
5001to10000	315	8.52	273152	2.98
10001to20000	152	4.11	242649	2.64
20001to30000	141	3.81	360417	3.93
30001to40000	41	1.10	149943	1.63
40001to50000	48	1.29	228576	2.49
50001to100000	65	1.75	533071	5.81
100001andabove	123	3.32	6858957	74.87
<b>Total</b>	<b>3697</b>	<b>100</b>	<b>9160900</b>	<b>100</b>

**(b) Category Wise**

S.No.	Category	No.ofshares	Shareholdingasa percentageof totalnumberof shares(%)
A	Promoters&Promoter Group	458778	5.008
B	PublicShareholding		
1	FinancialInstitutions/Banks	0	0
2	UTI/MutualFunds	0	0
3	DomesticCompanies	1706533	18.62
4	NonResidentIndians	54014	0.58
5	FII/ForeignInvestors	0	0
6	IndianPublic	6941575	75.98
	<b>Total</b>	<b>9160900</b>	<b>100</b>

**CAPITAL STRUCTURE OF COMPANY**

**Authorised Capital: Rs. 10,00,00,000/-**  
**Paid Up Capital : Rs. 9,16,09,000/-**

**vii. Unclaimed Dividends**

There are no unclaimed dividends, details of which are required to be given as at the March 31, 2021.

**viii. Equity Shares in Unclaimed Suspense Account**

There are no equity shares which are lying in the unclaimed suspense account as at March 31, 2021.

**ix. Information pursuant to Regulation 36(3) of the Listing Regulations**

Information pertaining to particulars of Director to be re-appointed at the forthcoming Annual General Meeting has been included in the Notice convening the Annual General Meeting.

**x. Compliance Certificate from the Practicing Company Secretary**

The Company has obtained a Certificate from the Practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated in Schedule V(E) of the Listing Regulations. The Certificate is attached as **Annexure B**.

**xii(a) Liquidity**

The Equity Shares of the Company are Non frequently traded on the BSE Limited (Group XT).

**(b) Paid-Up Capital**

The Paid-up Capital as at March 31, 2021 stands at 91,60,900 equity shares of Rs.10 each amounting to Rs.9,16,09,000 (Rupees Nine Crores Sixteen Lakhs Nine Thousand only).

**xi. Address for Correspondence**

- All Members' correspondence should be forwarded to **Beetal Financial and Computer Services Pvt Ltd**, the Registrar and Transfer Agent of the Company or to the Investor Service Department at the Registered Office of the Company at the addresses mentioned below.
- The Company's dedicated e-mail address for Investors' Complaints and other communications is **csaceindia@gmail.com**

- SEBI vide its circular dated 26th March, 2018 issued new policy measures w.r.t. SEBI Complaints Redress System (SCORES). As per the new process, SEBI has requested the Members to approach the Company directly at the first instance for their grievances.

**BEETAL FINANCIAL AND COMPUTER SERVICES PVT****LTD**

Beetal House, 99 Madangir, Behind Local Shopping

Centre, New Delhi-110062

Tel:011-29961281-83

Fax:01129961284

**ACE EDUTREND LIMITED**

CIN: L29299DL1993PLC201811

A-7/6,JHILMIL INDUSTRIAL AREA SHAHDARA

NEW DELHI DL 110095

E-mail: [csaceindia@gmail.com](mailto:csaceindia@gmail.com)

Website: [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

**K) COMPLIANCE WITH REGULATION 27 OF LISTING REGULATIONS****Mandatory Requirements**

The Company has not complied with all the mandatory requirements relating to Corporate Governance as applicable & prescribed in the Listing Regulations.

In addition the Company has adopted the following non-mandatory requirements under the Listing Regulations as on 31st March, 2021 to the extent mentioned below:

**1. The Board - Non Executive Chairman's Office**

The Company has no Regular Chairman as at March 31, 2021.

**2. Shareholders' Rights**

Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company. However quarterly financial results are published in the leading newspapers and are also available on the website of the Company.

**3. Modified Opinion in Audit Report**

During the year under review, there is no audit qualification on the Company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.

**4. Separate posts of Chairman and CEO**

The Company has separate posts of Chairman and CEO.

**5. Reporting of Internal Auditor**

Internal Auditor directly reports to the Audit Committee on functional matters.

**CEO/CFO CERTIFICATION**

In compliance with Regulation 17(8) of the Listing Regulations, a declaration by the Whole Time Director and CFO has been enclosed as **Annexure-B** which, inter-alia certifies to the Board the

accuracy of financial statements and the adequacy of internal controls for the financial reporting purpose

**INVESTOR SERVICES**

In an endeavor to give best possible service to investors, the Company has taken the following initiatives:

- Emailing Annual Report, and Notice of Annual General Meeting to shareholders, whose e-mail IDs are available.
- User friendly Investor Section on the website of the Company "[www.aceedutrend.co.in](http://www.aceedutrend.co.in)".
- A dedicated e-mail ID viz. "csaceindia@gmail.com" for sending communications to the Company Secretary & Compliance Officer. Members may lodge their complaints or suggestions on this e-mail ID as well.

Further, quarterly and annual financial results of the Company are also uploaded on the website of the Company for the benefit of the shareholders and public at large.

**Annexure-A**

**TO WHOMSOEVER IT MAY CONCERN**

This is to confirm that all the Board members and senior management personnel have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2021.

**For Ace Edutrend Limited**

**Sd/-**

**Place: New Delhi  
Date: 30.06.2021**

**Monendra Srivastava  
Managing Director**

**CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015**

To

**The Members,  
Ace Edutrend Limited**

Add: A-7/6, Jhilmil Industrial Area,  
Shahdara New Delhi-110095

We have examined the compliance of conditions of Corporate Governance by **ACE EDUTREND LIMITED** (CIN: L29299DL1993PLC201811 (hereinafter referred as “the Company”) for the year ended March 31, 2021, as stipulated in Regulation 17 to 27 and clause (b) to (i) of Regulation 46 (2) and para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

The compliance of various provisions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of the procedures and implementations, thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations sought and replies given to us by the Management of the Company, We hereby certify that the Company has Suo-moto complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

We state that in respect of investor grievances received during the year ended 31st March, 2021, no investor grievances are pending against the Company for a period exceeding 15 days as per records maintained by the company which are presented to the Board of Directors of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

***We further state that, the Company has not paid Listing Fee to the BSE Limited, for the Financial Year 2020-21.***

***The Board of Directors of the Company has not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no Company Secretary and Chief Financial Officer in the Company during the Financial Year and Himani Sharma (DIN: 08299061) was appointed as additional director dated 13<sup>th</sup> November, 2018 has***



*not been regularized in the financial year 2019-20. Therefore, we are recommending to comply as per requirement of law.*

**Place: New Delhi  
Date: 30.06.2021**

***For Anjali Suri & Associates  
Company Secretaries***

**SD/-  
CS Anjali Suri  
Practicing Company Secretary  
M No.: 54171  
C.O.P No: 21005  
UDIN: A054171C000573371**

## Annexure-C

**CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

I undersigned, in our respective capacities as Managing Director of ACE Edutrend Limited ("*the Company*"), to the best of knowledge and belief certify that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended March 31<sup>st</sup>, 2021 and that to the best of our knowledge and belief we state that:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) I accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) Based on our recent evaluation, we have indicated to the auditors and the Audit committee:
- i. Significant changes in internal control over financial reporting during the year;
  - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For ACE Edutrend Limited**

**SD/-**

**Place: New Delhi**  
**Date: 30.06.2021**

**Monendra Srivastava**  
**Managing Director**



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(Pursuant to Regulation 34(3) and Schedule V Part C Clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
The Members,  
ACE EDUTREND LIMITED  
A-7/6, JHILMIL INDUSTRIAL AREA  
SHAHDARA NEW DELHI-110095

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ACE Edutrend Limited** having **CIN: L29299DL1993PLC201811** and having registered office at A-7/6, Jhilmil Industrial Area, Shahdara, New Delhi-110095 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my our opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India Ministry of Corporate Affairs or any such other Statutory Authority except **Mr. Umaid Raj Tater (DIN: 07904264) & Mr. Suresh Kumar Sharma (DIN: 07909730)** who has been debarred/ disqualified by Ministry of Corporate Affairs due to default in filing E-Form DIR-3KYC.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is theresponsibility of the management of the Company. Our responsibility is to express an opinion onthese based on our verification. This certificate is neither an assurance as to the future viability of theCompany nor of the efficiency or effectiveness with which the management has conducted the affairsof the Company.

Place: New Delhi  
Date: 30.06.2021

*For Anjali Suri & Associates*  
*Company Secretaries*

SD/-  
*CS Anjali Suri*  
*Practicing Company Secretary*  
M No.: 54171  
C.O.P No: 21005  
UDIN: A054171C000572887



**Independent Auditor's Report**

To  
The Members of **ACE EDUTREND LIMITED**  
**Report on the IND AS Financial Statements**

**Opinion**

We have audited the standalone financial statements of **Ace Edutrend Limited** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2021, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31, 2021, and profit and other comprehensive income, changes in equity 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 Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

The balances of trade receivables and other assets are subject to confirmation from third party.



**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 IND AS 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(IND AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

**Auditor's Responsibility**

Our objectives are to obtain reasonable assurance about whether the standalone 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 user taken on basis of these standalone financial statements.

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

- i. Identify and access the risk of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risk, 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.
- ii. 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- iv. 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 standalone 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.
- v. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statement of change in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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 with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
3. 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 has no any pending litigations on its financial statements.
  - 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.

**For Dhamija Sukhija & co.**  
**Chartered Accountants**

Sd/-

**K. M.Sukhija**

**Partner**

M.No. 016942

FRN: 000369N

Place: New Delhi

Date: 30.06.2021

UDIN: 21016942AAAAAQ6161



**“Annexure A” to the Independent Auditors’ Report****Annexure ‘A’****The Annexure referred to in paragraph 1 of Our Report on “Other Legal and Regulatory Requirements”.**

We report that:

- i.
  - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
  - b. As explained to us, fixed assets have been physically verified by the management.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a),(b) and (c)of the order are not applicable to the Company.
- iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148of the Companies Act, 2013.
- vii.
  - i. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees’ State Insurance, , Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, the company has no outstanding dues as on 31.3.2020.
  - ii. According to the information and explanations given to us, there is no amount payable in respect of service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.

- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause xii of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- 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.
- xv. The balances of debtors and creditors are subject to confirmations.
- xvi. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvii. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Dhamija Sukhija & co.**  
**Chartered Accountants**

Sd/-

**K. M. Sukhija**  
**Partner**

M.No. 016942  
FRN: 000369N

Place: New Delhi  
Date: 30.06.2021



## ACE EDUTREND LIMITED

### Balance Sheet as on 31st March 2021

(In Rupees)

Particulars	Note No	AS ON 31.03.2021	AS ON 31.03.2020
<b>ASSETS</b>	-		
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	2	1,38,69,791.64	1,79,49,359.12
(b) Financial Assets			
(i) Investments		-	-
(ii) Loans	3	6,24,35,945.00	6,63,69,853.00
(iii) Other Financial Assets		-	-
(c ) Other Non Current Assets		-	-
(d) Deferred Tax Assets		46,36,530.69	48,48,506.75
<b>Current assets</b>			
(a) Financial Assets			
(i) Loans		-	-
(ii) Cash and cash equivalents	4	92,588.62	76,129.80
(iii) Other Bank Balances			
(iv) Trade Receivables		5,47,48,250.00	5,47,15,340.00
(v) Inventories		-	-
(vi) Other Financial Assets		-	-
(b) Other Current Assets	5	5,30,553.00	7,36,856.37
(c) Current Tax Assets		-	-
<b>Total Assets</b>		<b>13,63,13,658.95</b>	<b>14,46,96,045.04</b>
<b>EQUITY AND LIABILITIES</b>	-		
<b>Equity</b>			
(a) (i) Equity Share Capital	6	9,16,09,000.00	9,16,09,000.00
(b) Other Equity	7	40,33,569.95	72,52,690.04

<b>Liabilities</b>		-	-
<b>Non-Current liabilities</b>			
(a) Deferred Tax Liabilities		-	-
<b>Current liabilities</b>			
(a) Financial Liabilities			
(i) Loans		-	-
(ii) Trade Payables	8	2,43,45,051.00	2,94,49,517.00
(iii) Other Financial Liabilities		-	-
(b) Short Term Provision			
(b) Other Current Liabilities	9	1,63,26,038.00	1,63,84,838.00
(c) Current Tax Liabilities		-	-
<b>Total Equity and Liabilities</b>		<b>13,63,13,658.95</b>	<b>14,46,96,045.04</b>

**Significant Accounting Policies**

1

In term of our report attached

For Dhamija Sukhija & Co.  
Chartered Accountants

For and on behalf of the Board of Directors of  
M/s ACE Edutrend Limited

Sd/-  
K.M SUKHIJA  
Partner  
M. No. 016942  
FRN: 000369N

SD/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845

SD/-  
Himani Sharma  
Director  
DIN: 08299061

Place : New Delhi  
Date : 30.06.2021

**ACE EDUTREND LIMITED****Statement of Profit and Loss For the Year ended 31st March, 2021****(In Rupees)**

Particulars	Note No	AS ON 31.03.2021	AS ON 31.03.2020
<b>INCOME</b>			
Revenue from operations	10	,57,430.00	26,60,760.00
Other Income		6,46,721.00	7,16,246.00
<b>Total Income</b>		<b>18,04,151.00</b>	<b>33,77,006.00</b>
<b>Expenses</b>			
Direct Cost of Services Rendered		-	-
Purchases of Stock-in-Trade Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefits expenses	11	3,18,510.00	13,78,900.00
Finance costs	12	3,515.18	348.50
Depreciation and amortization expenses		40,79,567.48	57,14,047.68
Other expenses	13	4,09,702.37	2,04,374.00
<b>Total Expenses</b>		<b>48,11,295.03</b>	<b>72,97,670.18</b>
Profit before exceptional and extraordinary items and tax (III- IV)		(30,07,144.03)	(39,20,664.18)
Exceptional items		-	-
Profit before extraordinary items and tax (V-VI)		(30,07,144.03)	(39,20,664.18)
Extraordinary items		-	-
<b>Profit before Tax (VII-VIII)</b>		<b>(30,07,144.03)</b>	<b>(39,20,664.18)</b>
Tax expenses:			
(1) Current tax		-	
(2) Deferred tax		(2,11,976.06)	(14,34,490.25)

Profit(Loss) for the period from continuing operations (IX-X)		(32,19,120.09)	(53,55,154.43)
Profit /(loss) from discontinuing period		-	-
Tax expenses of discontinuing operations		-	-
Profit/(loss) from Discontinuing operation (after tax) (XII-XIII)		-	-
<b>Profit(Loss) for the period (XI+XIV)</b>		<b>(32,19,120.09)</b>	<b>(53,55,154.43)</b>
<b>Other Comprehensive Income</b>			
A) (i) Items that will not be reclassified to profit or loss			
- Remeasurements of the defined benefit plans, net of tax		-	-
A) (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B) (i) Items that will be reclassified to profit or loss		-	-
B) (ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Other Comprehensive Income for the year, Net of Tax		-	-
<b>Total Comprehensive Income for the year (Comprising (Loss) and Other Comprehensive Income for the year)</b>		<b>(32,19,120.09)</b>	<b>(53,55,154.43)</b>
Earning per Equity share:			
(1) Basic		<b>(0.35)</b>	<b>(0.58)</b>
(2) Diluted		-	-

**Significant Accounting Policies**  
In term of our report attached

1

**For Dhamija Sukhija & Co.**  
Chartered Accountants

**For and on behalf of the Board of Directors of**  
M/s ACE Edutrend Limited

**K.M SUKHIJA**  
Partner  
M. No. 016942  
FRN: 000369N

SD/-  
**Monendra Srivastava**  
Managing Director  
DIN: 07489845

SD/-  
**Himani Sharma**  
Director  
DIN: 08299061

Place : New Delhi  
Date : 30.06.2021

**ACE EDUTREND LIMITED**  
Cash Flow Statement as on 31st March 2021

(In Rupees)

	AS ON 31.03.2021	AS ON 31.03.2020
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Taxation	(30,07,144.03)	(29,65,068.25)
Add: Adjustment For		
Depreciation and Amortisation Expenses	40,79,567.48	1,42,33,687.00
Operating Profit Before Working Capital Change	<b>10,72,423.45</b>	<b>1,12,68,618.75</b>
Adjustment For		
(Increase)/decrease in Loans & Advances	39,33,908.00	1,10,77,126.00
Increase/(decrease) in Current Liabilities	(51,63,266.00)	48,19,648.00
(Increase)/decrease in Trade Receivable	(32,910.00)	(2,68,86,364.00)
(Increase)/decrease in Other Current Assets	2,06,303.37	(2,56,542.00)
Cash Generated from Operation	16,458.82	22,486.75
Less: Income Tax	-	1,00,124.00
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>16,458.82</b>	<b>(77,637.25)</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Shares		
Purchase of Fixed Assets	-	(1,03,500.00)
<b>NET CASH FROM INVESTING ACTIVITIES (B)</b>	-	<b>(1,03,500.00)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase/(decrease) in Unsecured Loans		
<b>NET CASH FROM FINANCING ACTIVITIES (C)</b>		
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>16,458.82</b>	<b>(1,81,137.25)</b>
Opening balance of Cash & Cash Equivalents	76,129.80	3,01,642.55
Closing Balance of Cash & Cash Equivalents		



	92,588.62	1,20,505.30
<b>NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENT</b>	<b>16,458.82</b>	<b>(1,81,137.25)</b>

### AUDITOR'S CERTIFICATE

We have examined the above Cash Flow Statement of M/s ACE Edutrend Limited for the year ended on 31st March 2021.

The Statement has been prepared by the Company in accordance with the requirements of Accounting Standards-3

"Cash Flow Statements" and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report dated 30.06.2021.

**For Dhamija Sukhija & Co.  
Chartered Accountants**

**For and on behalf of the Board of Directors of  
M/s ACE Edutrend Limited**

Sd/-

**K.M SUKHIIJA  
Partner  
M. No. 016942  
FRN: 000369N**

**SD/-  
Monendra Srivastava  
Managing Director  
DIN: 07489845**

**SD/-  
Himani Sharma  
Director  
DIN: 08299061**

**Place : New Delhi  
Date : 30.06.2021**

<b>Notes to financial statements for the year ended 31 March 2021</b>										
<i>(Amount in Rupees unless otherwise stated)</i>										
<b>Note 2 - Property, Plant and Equipments</b>										
<b>Particulars</b>	<b>Computer Equipment</b>	<b>Electronic Equipment</b>	<b>Office Equipment</b>	<b>Plant &amp; Machinery</b>	<b>Furniture and Fixture</b>	<b>Furniture and Fixtures</b>	<b>Films &amp; Album</b>	<b>Total</b>		
<b>Cost:</b>										
Balance as at 31st March 2019	16,15,61,889	1,90,000	64,18,222	3,24,52,537	3,27,99,051	81,76,500	1,23,14,406	25,39,12,605		
Additions during the year	-	-	-	-	-	-	-	-		
Deletions during the year	-	-	-	-	-	-	-	-		
<b>Balance as at 31st March 2020</b>	<b>16,15,61,889</b>	<b>1,90,000</b>	<b>64,18,222</b>	<b>3,24,52,537</b>	<b>3,27,99,051</b>	<b>81,76,500</b>	<b>1,23,14,406</b>	<b>25,39,12,605</b>		
Additions during the year	-	-	-	-	-	-	-	-		
Deletions during the year	-	-	-	-	-	-	-	-		
<b>Balance as at 31st March 2021</b>	<b>16,15,61,889</b>	<b>1,90,000</b>	<b>64,18,222</b>	<b>3,24,52,537</b>	<b>3,27,99,051</b>	<b>81,76,500</b>	<b>1,23,14,406</b>	<b>25,39,12,605</b>		
<b>Depreciation:</b>										
Balance as at 31st March 2019	16,03,59,533	1,61,323	61,30,934	2,01,18,567	2,11,43,189	1,02,12,947	1,21,22,705	22,17,17,144		
Depreciation for the year	7,59,408	5,191	1,29,480	22,32,447	22,75,558	1,98,278	1,13,686	57,14,048		
Disposals	-	-	-	-	-	-	-	-		
<b>Balance as at 31st March 2020</b>	<b>16,11,18,941</b>	<b>1,66,514</b>	<b>62,60,414</b>	<b>2,23,51,014</b>	<b>2,34,18,747</b>	<b>1,04,11,225</b>	<b>1,22,36,391</b>	<b>22,74,31,192</b>		
Depreciation for the year	2,79,762	4,251	71,123	18,28,375	16,86,644	1,46,964	62,448	40,79,567		
Disposals	-	-	-	-	-	-	-	-		
<b>Balance as at 31st March 2021</b>	<b>16,13,98,704</b>	<b>1,70,765</b>	<b>63,31,538</b>	<b>2,41,79,390</b>	<b>2,51,05,391</b>	<b>1,05,58,188</b>	<b>1,22,98,839</b>	<b>24,00,42,814</b>		
<b>Net Block:</b>										
Balance as at 31st March 2021	1,63,185	19,235	86,684	82,73,147	76,93,660	(23,81,688)	15,567	1,38,69,792		
Balance as at 31st March 2020	4,42,948	23,486	1,57,808	1,01,01,523	93,80,304	(22,34,725)	78,015	1,79,49,359		
Balance as at 31st March 2018	12,02,356	28,677	2,87,288	1,23,33,970	1,16,55,862	(20,36,447)	1,91,701	2,36,63,407		

\*The Company has elected to measure all of its property plant and equipment at their previous GAAP carrying value as deemed cost at the transition date.

**Note 3 - Loans**

Particulars	31-Mar-21	31-Mar-20
<b>Non Current</b>		
<b>At Amortised Cost</b>		
Unsecured Considered Goods	7,35,945.00	93,69,853.00
Other Loans and Advances	6,17,00,000.00	5,70,00,000.00
<b>Total</b>	<b>6,24,35,945.00</b>	<b>6,63,69,853.00</b>
<b>Current</b>		
<b>At Amortised Cost</b>		
Security Deposits	-	-
Other Loans and Advances	-	-
<b>Total</b>	<b>6,24,35,945.00</b>	<b>6,63,69,853.00</b>

**Note 4 - Cash and cash equivalents**

Particulars	31-Mar-21	31-Mar-20
Cash in Hand	66,317.05	72,907.05
Bank Balances	26,271.57	3,222.75
<b>Total</b>	<b>92588.62</b>	<b>76129.80</b>

**Note 5 - Other Current Assets**

Particulars	31-Mar-21	31-Mar-20
MAT Credit	-	1,730.00
Other Duties and Taxes	-	2,53,077.37
TDS Receivable	5,30,553.00	4,82,049.00
<b>Total</b>	<b>5,30,553.00</b>	<b>7,36,856.37</b>

**Note 6 - Equity Share Capital****(A) Reconciliation of share capital**

Particulars	Number	Amount in Rs.
<b><u>Authorised Share Capital</u></b>		
<b>Equity Shares of Re.10/- each</b>		
As at 1 April 2019	10,00,00,000.00	10,00,00,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2020	10,00,00,000.00	10,00,00,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2021	10,00,00,000.00	10,00,00,000.00

Particulars	Number	Amount in Rs.
<b><u>Issued, Subscribed &amp; Fully Paid up</u></b>		
<b>Equity Shares of Re.10/- each</b>		
As at 1 April 2019	91,60,900	9,16,09,000
Increase/(decrease) during the year	-	-
As at 31 March 2020	91,60,900	9,16,09,000
Increase/(decrease) during the year	-	-
As at 31 March 2021	91,60,900	9,16,09,000

**(B) Terms and rights attached to equity shares****Equity Shares**

\* The Company has only one class of Equity Shares having a par value of Re. 10/- per share. Each holder of Equity Share is entitled to one vote per share.

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

**(C) Disclosure of Shares in the company held by each shareholder holding more than 5%**

Name of Shareholder	As at 31-Mar-21		As at 31-Mar-20	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Madhvi Bansal	4,69,000	5.12	4,69,000	5.12
Shri Parasram Holdings Pvt. Ltd.	2,35,499	2.57	2,35,499	2.57

(D) There are no bonus issue and buy back of equity shares during the period of five years immediately preceding the reporting date.

**(E) Reconciliation of the number of shares outstanding at the beginning and at the end of the year**

Particulars	Equity Shares			
	As at 31-Mar-21		As at 31-Mar-20	
	Number	Amount in Rs.	Number	Amount in Rs.
Shares outstanding at the beginning of the year	91,60,900	9,16,09,000	91,60,900	9,16,09,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares converted during the year	-	-	-	-
Shares outstanding at the end of the year	<b>91,60,900</b>	<b>9,16,09,000</b>	<b>91,60,900</b>	<b>9,16,09,000</b>

**Statement of Changes in Equity for the year ended 31 March 2021**

(Amount in Rupees, unless otherwise stated)

Statement of Changes in Equity for the year ended 31 March 2021

(Amount in Rupees, unless otherwise stated)

<b>Note - 7</b>		
(a) Equity Share Capital		

Issued, Subscribed & Fully Paid up (Equity Shares of Rs.10/- each)	Number of shares	Amount in Rs
At 1 April 2019	91,60,900	9,16,09,000
Changes in equity share capital	-	-
At 31 March 2020	91,60,900	9,16,09,000
Changes in equity share capital	-	-
At 31 March 2021	91,60,900	9,16,09,000

**(b) Other Equity**

Particulars	Reserves and Surplus			Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	
<b>As at 1 April 2018</b>	-	-	2,67,61,763.92	2,67,61,763.92
Profit / (Loss) for the year	-	-	(90,43,144.25)	(90,43,144.25)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income</b>	-	-	<b>1,77,18,619.67</b>	<b>1,77,18,619.67</b>
Any changes	-	-	(51,10,774.20)	(51,10,774.20)
<b>As at 31 March 2019</b>	-	-	<b>1,26,07,845.47</b>	<b>1,26,07,845.47</b>
Profit / (Loss) for the year	-	-	(53,55,154.43)	(53,55,154.43)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income</b>	-	-	<b>72,52,690.04</b>	<b>72,52,690.04</b>
Any changes	-	-	-	-
<b>As at 31 March 2020</b>	-	-	<b>72,52,690.04</b>	<b>72,52,690.04</b>
Profit / (Loss) for the year	-	-	(32,19,120.09)	(32,19,120.09)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income</b>	-	-	<b>40,33,569.95</b>	<b>40,33,569.95</b>
Any changes	-	-	-	-
<b>As at 31 March 2021</b>			<b>40,33,569.95</b>	<b>40,33,569.95</b>

**Note 8 - Trade Payables**

Particulars	31-Mar-21	31-Mar-20
CURRENT		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,43,45,051	2,94,49,517
<b>Total</b>	<b>2,43,45,051</b>	<b>2,94,49,517</b>

**Note 9 - Other Liabilities**

Particulars	31-Mar-21	31-Mar-20
CURRENT		
Statutory Dues Payable	2,02,435	2,61,235
Provision for Income tax	1,61,23,603	1,61,23,603
<b>Total</b>	<b>1,63,26,038</b>	<b>1,63,84,838</b>

**Notes to financial statements for the year ended 31 March 2021**

(Amount in Rupees, unless otherwise stated)

**NOTE 10**

Particulars	As on 31.03.2021	As on 31.03.2020
Sale of Services	11,57,430.00	26,60,760.00
Interest Income	6,46,721.00	7,16,246.00
<b>Total</b>	<b>18,04,151.00</b>	<b>33,77,006.00</b>

**NOTE 11**

Employees Benefits Expense	As on 31.03.2021	As on 31.03.2020



Salaries and incentives	3,18,510.00	13,78,900.00
Staff Welfare Expenses	-	-
<b>Total</b>	<b>3,18,510.00</b>	<b>13,78,900.00</b>

**NOTE 12**

<b>Finance costs</b>	<b>As on 31.03.2021</b>	<b>As on 31.03.2020</b>
Bank Charges	3,515.18	348.50
<b>Total</b>	<b>3,515.18</b>	<b>348.50</b>

**NOTE 13**

<b>Other expenses</b>	<b>As on 31.03.2021</b>	<b>As on 31.03.2020</b>
Advertising Expenses	19,252.00	14,718.00
AGM Expenses	17,700.00	-
Miscellaneous Expenses	54,506.00	47,718.00
Professional Fee	66,190.00	70,050.00
ROC Expenses	3,000.00	6,600.00
RTA Charges	42,484.00	30,788.00
Balance w/off	1,64,370.37	-
Audit Fees	42,200.00	34,500.00
<b>Total</b>	<b>4,09,702.37</b>	<b>2,04,374.00</b>

**(1) SIGNIFICANT ACCOUNTING POLICIES:-****a) Corporate Information**

**Ace Edutrend Limited** was incorporated on 04 October, 1993 registered under the Companies Act, 1956. The registered office of the company is situated at A-7/6, Jhilmil Industrial Area Shahdara New Delhi, 110095. The principal place of business is in India.

**b) BASIS OF PREPARATION**

The financial statements of the Company have been prepared on an accrual basis and under the historical cost convention except for certain financial instruments (including derivative instruments) and defined benefit plans which have been measured at fair value. The accounting policies are consistently applied by the Company to all the period mentioned in the financial statements.

The financial statements ("Financial Statements") of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies' (Indian Accounting Standard) Rules, 2015, as amended from time to time.

**c) Use of Estimates and judgments**

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates

**d) Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue is recognized.

- i) **Training Income** – Income is recognized on Accrual Basis.
- ii) **Other Income** – Other Income is accounted for on accrual basis.

**e) Depreciation and Amortization**

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the Written down Value method.



Amortization is recognized on a Written down Value basis over their estimated useful lives.

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Depreciation on tangible assets is provided as per the provisions of Part B of Schedule II of the Companies Act, 2013 based on useful life and residual value notified for accounting purposes by Electricity Regulatory Authorities.

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

**f) Cash and Cash Equivalents**

Cash and Cash Equivalents in Balance Sheet comprises of cash at bank and hand and short term deposits with original maturity of three months or less, which are subject to insignificant risk of change in value.

**g) Taxation**

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax is the amount of tax payable based on the taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax liabilities and assets are measured using the tax rate enacted or substantively enacted as on the Balance Sheet date.

**h) Cash Flow Statement**

Cash flows are reported using the indirect method, as per Ind AS-7, issued by the ICAI whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals and accruals of past or future operating cash receipts and payments and item of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

**i) Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of

performance. All repair and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

Depreciation on fixed assets have been provided on the basis of Written Down Value over the useful lives of assets as per useful life prescribed under Schedule II of Companies Act, 2013.

When significant parts of fixed assets are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

The residual values, useful lives and methods of depreciation of fixed assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

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

**j) Investments**

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

**k) Provision & Contingencies and Commitments**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation

A disclosure for contingent liabilities is made where there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

**l) Provision for Gratuity**

No provision for gratuity has been made as the provisions of Payment of Gratuity Act, 1972 are not applicable.

**m) Earnings per share**

There's no change in any accounting policy during current year

The earnings considered in ascertaining the Company EPS comprises the net profit after tax and include the post-tax effect of any extra ordinary items. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

Particulars	Year ended 31 <sup>st</sup> March 2021	Year ended 31 <sup>st</sup> March 2020
(a) Weighted average number of Equity Shares outstanding during the year	91,60,900	91,60,900
(b) Net profit after tax available for Equity Shares Holders (Rs.)	(3219120.09)	(5355154.43)
(c) Basic and diluted Earnings Per Share (Rs)	(0.35)	(0.58)
(c) Nominal value per Share (Rs)	10	10

**n) Contingent Liabilities**

There is no contingent liability as on March 31, 2021.

**2) Other Notes to Accounts**

- i. In the opinion of Board of Directors, the aggregate value of Current assets, Loans and Advances are realizable in ordinary course of business and will not be less than the amount at which these are stated in the balance sheet.
- ii. Deferred Tax Asset for the year of Rs. 46,36,530.69/- as per Ind AS 12 on Accounting for Taxes on income pertaining to the timing between the accounting income and the taxable income has been recognized by the management in the Profit & Loss Account.
- iii. In the opinion of the company management, the operations of the company are considered as single segment hence Ind AS -108 on Segment reporting issued by the Institute of Chartered Accountants of India is not applicable.
- iv. In accordance with the requirement of Ind AS 24 on Related Parties notified under the Companies (Indian Accounting Standards) Rules, 2015, the name of related parties where control exists and /or with whom transactions have taken place during the year and description of relationships, as identified and certified by the Management are:

**a. Remuneration to Key Management Personnel:**

(In Rupees)

Particulars	Designation	Year Ended March 31, 2021	Year Ended March 31, 2020
NIL			

**b. Auditors Remuneration**

Payment to auditors (including GST) comprises of the following:

(In Rupees)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
As Statutory Audit Fees	30,000/-	30,000/-
<b>Total</b>	<b>30,000/-</b>	<b>30,000/-</b>

3. Previous year figures have been regrouped/ reclassified wherever necessary to make them comparable with the current year figures.

In terms of our report of even date.

**For Dhamija Sukhija & Co.  
Chartered Accountants**

**For & on the behalf of the Board of Directors of  
ACE Edutrend Limited**

Sd/-

**K. M.Sukhija  
Partner**

**M.No. 016942**

**FRN: 000369N**

**Place: New Delhi  
Date: 30.06.2021**

Sd/-

**Monendra Srivastava  
Managing Director**

**DIN: 07489845**

Sd/-

**Himani Sharma  
Director**

**DIN: 08299061**

# **ACE EDUTREND LIMITED**

**CIN: L29299DL1993PLC201811**

**REGD. OFFICE: A-7/6, JHILMIL  
INDUSTRIAL AREA,**

**SHAHDARA, NEW DELHI-110095**

**Email: [csaceindia@gmail.com](mailto:csaceindia@gmail.com)**