

Date: May 30, 2017

To,
The Manager (Listing)
Institutional Trading Platform
BSE-SME Exchange
5th Floor, P.J. Towers
Dal Street
Fort, Mumbai - 400 001

Subject: Submission of annual Report pursuant to Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Scrip Code: 780005

Dear Sir,

We hereby submit annual Report pursuant to Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 of Learning Edge Academy of Professionals Limited for the year ended for the year ended on March 31,2017.

You are requested to please take on your records the above said information.

Thanking you.

Yours sincerely,

On behalf of the Board
For Learning Edge Academy of Professionals Limited



Bhagwan Kewal Ramani

Managing Director

DIN: 02988910



R.K. Baheti & Co.
Chartered Accountants

25, Babar Road, Bengali Market, New Delhi - 110 001

Phone : 91-11-41525890,43525890,43103333

E-mail : rkbahetiandco@gmail.com

INDEPENDENT AUDITOR'S REPORT

To,

The Members of **M/s Learning Edge Academy of Professionals Limited**

Report on the Financial Statements

We have audited the attached financial statements of M/s Learning Edge Academy of Professionals Limited ('the Company'), which comprise the balance sheet as at 31st March 2017, the statement of profit and loss Account and the cash flow statement for the year ended, and a summary of the significant accounting policies and other explanatory information for the period ended on that date.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2017 and its Profits and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the "Annexure-A" a statement on the matters specified in paragraph 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 as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the Financial Statements comply with the accounting standards referred to in Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act; and



- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B", and
- (g) 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. There are no pending litigations affecting financial position;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - iii. The company is not required to transfer any amount to Investor Education and Protection Fund.
 - iv. The company, as detailed in Annexure to Note 19 to the financial statements, has made requisite disclosures in the financial statements as to holding as well as dealings in the Specified Bank Notes during the period 8 November 2016 to 30 December 2016. Based on the audit procedures performed and taking into consideration the information and explanation's given to us, in our opinion, these are in accordance with the books of accounts maintained by the company.

For **R. K. BAHETI & CO.**
Chartered Accountants
FRN: 010528N



Ajay Baheti
Partner
Membership No. 088545

Place: Delhi
Date: 30.05.2017

Annexure-A to the Auditors' Report

Annexure referred to in paragraph 4 of the Auditors' Report to the Members of **M/s Learning Edge Academy of Professionals Limited** on the accounts for the year ended 31st March, 2017.

1. (a) As informed by the management, the company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) As informed by the management, all fixed assets have been physically verified by the management during the period in a phased periodical manner and no material discrepancies were noticed on such verification;

(c) There are no immovable properties held by the company.
2. The Company is a service company. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable;
3. We are informed that the company has not granted any unsecured loan to persons covered in the register maintained under Section 189 of the Act.

(a) The clause relating to principal and interest recovery on regular basis is not applicable;

(b) The clause relating to overdue amount exceeding Rs. One lakh is not applicable;

(c) There is no overdue as there are no loans given.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for purchase of fixed assets and for sale of services;
5. The company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the rules framed thereunder;
6. The Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 for the products of the Company;
7. (a) the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities,

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable,



(c) The Company is not required to transfer to investor education and protection fund in accordance with the rules and relevant provisions of the Act;

8. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses in the financial year and in the immediately preceding financial year;
9. Based on our examination and on the information and explanations given by the management, we observed that the Company does not have any liability towards repayment of dues to a financial institution or bank, there are no debenture holders;
10. The company has not given any guarantee for loans taken by others from bank or financial institutions;
11. As per our examination, there are no term loans accepted during the year by the Company;
12. Based upon the audit procedures performed and as per information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the year.

For **R. K. BAHETI & CO.**
Chartered Accountants
FRN: 010528N



Ajay Baheti
Partner
Membership No. 088545

Place: Delhi
Date: 30.05.2017

Annexure B to the Independent Auditor's Report

Annexure referred to paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' of the Auditors' Report to the Members of **M/s Learning Edge Academy of Professionals Limited** on the accounts for the year ended 31st March, 2017.

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

We have audited the internal financial controls over financial reporting of M/s Learning Edge Academy of Professionals Limited as of 31st March, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to



provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

The Company is in process of setting up of the port and power Project by acquisition of land and obtaining permission with various regulatory authorities. The Company is not having documented formal process of Risk assessment and related controls relating to its setup phase and future business processes but all the possible risk are adequately mitigated through effective control by personal supervision of Board of Directors.



In our opinion, Considering the size of the business and related operations and achievement of the objectives of the control criteria and to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **R. K. BAHETI & CO.**
Chartered Accountants
FRN: 010528N



Ajay Baheti
Partner
Membership No. 088545

Place: Delhi
Date: 30.05.2017

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

A-16, FIRST FLOOR, QUTAB INSTITUTIONAL AREA, ARUNA ASAF ALI MARG NEW DELHI South West Delhi DL 110067 IN

Balance Sheet as at 31st March 2017

Particulars	Note No.	As at 31st March, 2017 (Rs.)	As at 31st March, 2016 (Rs.)
<u>EQUITY AND LIABILITIES</u>			
(1) Shareholder's Funds			
(a) Share Capital	2	2,52,00,000	2,52,00,000
(b) Reserves and Surplus	3	88,18,302	96,12,125
(c) Money received against share warrants		-	-
(2) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)	8	98,352	2,71,869
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(3) Current Liabilities			
(a) Short-term borrowings	4	7,88,92,639	8,34,39,309
(b) Trade payables	5	1,29,051	17,35,378
(c) Other current liabilities	6	9,97,946	15,23,316
(d) Short-term provisions		-	-
Total		11,41,36,290	12,17,81,997
<u>ASSETS</u>			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	7	31,62,061	35,83,630
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)	8	-	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments	9	2,85,27,177	3,34,52,119
(b) Inventories		-	-
(c) Trade receivables	10	8,52,768	51,36,870
(d) Cash and cash equivalents	11	26,39,950	6,38,438
(e) Short-term loans and advances	12	7,53,74,561	7,61,07,899
(f) Other current assets	13	35,79,774	28,63,041
Significant Accounting policies	1		
Notes to Accounts	19 to 29		
Total		11,41,36,291	12,17,81,997

As per our report of even date attached here to

For R. K. Baheti & Co.

Chartered Accountants

Ajay Baheti

Partner

Mem. No. 088545

Firm No. 010528N

For and on behalf of the board

Bhagwan Kewal Ramani

Managing Director

DIN: 2988910

Lakshmi Kewal Ramani

Whole Time Director

/ Chief Financial Officer

DIN: 2988932

Parul Choudhary

Company Secretary

Mem No. 034854

Place: New Delhi

Date: 30/05/2017

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

**A-16, FIRST FLOOR, QUTAB INSTITUTIONAL AREA, ARUNA ASAF ALI MARG NEW DELHI South West Delhi DL 110067
IN**

Statement of Profit and Loss for the Period ending 31st March, 2017

Particulars	Note No.	As at 31st March, 2017 (Rs.)	As at 31st March, 2016 (Rs.)
INCOME			
Revenue from Operations	14	98,33,683	1,58,60,551
Other Income	15	97,51,475	1,41,23,698
Total Revenue (I)		1,95,85,158	2,99,84,249
Expenditure			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefit expense	16	56,49,985	32,06,283
Financial costs	17	68,41,706	67,71,591
Depreciation and amortization expense	7	5,13,953	6,91,150
Other expenses	18	74,91,376	1,28,30,334
Total Expenses (II)		2,04,97,020	2,34,99,358
Profit before exceptional and extraordinary items and tax {(I) + (II)}		(9,11,862)	64,84,891
Exceptional Items		-	-
Profit before extraordinary items and tax		(9,11,862)	64,84,891
Extraordinary Items		-	-
Profit before tax		(9,11,862)	64,84,891
Tax expense:			
(1) Current tax		55,478	10,66,089
(2) Deferred tax		(1,73,517)	4,03,831
Profit(Loss) from the period from Continuing Operations (III)		(7,93,823)	50,14,971
Profit/(Loss) from discontinuing operations (IV)		-	-
Tax expense of discounting operations (V)		-	-
Profit/(Loss) from Discontinuing operations {(IV) + (V)}		-	-
Profit/(Loss) for the period {(III) - ((IV) + (V))}		(7,93,823)	50,14,971
XVI. Earning per equity share:			
(1) Basic		(0.32)	1.99
(2) Diluted		(0.32)	1.99
Significant Accounting policies	1		
Notes to Accounts	19 to 29		

As per our report of even date attached here to
For R. K. Baheti & Co.
Chartered Accountants

Ajay Baheti
Partner
Mem. No. 088545
Firm No. 010528N



For and on behalf of the board

Bhagwan Kewal Ramani
Bhagwan Kewal Ramani
Managing Director
DIN: 2988910

Lakshmi Kewal Ramani
Lakshmi Kewal Ramani
Whole Time Director
/ Chief Financial Officer
DIN: 2988932

Parul
Parul Choudhary
Company Secretary
Mem No. 034854

Place: New Delhi
Date: 30/05/2017

Note-1

SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Accounting :

The Company maintains its accounts on accrual basis following historical cost convention, in accordance with the Indian GAAP. Management makes estimates and technical and other assumptions regarding the amounts of income and expenses, assets and liabilities and disclosure of contingencies, in accordance with the Generally Accepted Accounting Principle in India in the preparation of the financial statements. Management believes that the estimates used in preparation of financial statements are prudent and reasonable. Future results could differ from these estimates. Difference between the actual results and estimates are recognised in the period in which they are determined.

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

b) Fixed Assets :

Fixed assets are stated at cost of acquisition including attributable interest & financial costs till the date of acquisition/installation of the assets and improvement thereon less accumulated depreciation / amortisation and accumulated impairment losses if any.

c) Capital Work in Progress :

Capital expenditure on assets not owned by the company is reflected as a distinct item in Capital Work in Progress till the period of completion and thereafter shown as distinct item in the Fixed Assets as memoranda item.

d) Depreciation and Amortisation :

Depreciation on fixed assets is provided:

No Dep. is provided during the period since the assets have not yet been capitalised. However, as a policy:

i) Depreciation is being provided under the Written Down Value Method at rates prescribed in Schedule II of the Companies Act, 2013.

ii) Depreciation / amortisation is provided on Pro-rata basis from the date the assets are put to use during the financial year. In respect of assets sold or disposed off during the year, depreciation / amortisation is provided till the date of sale or disposal of the assets.

e) Impairment of Assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable amount is higher of an asset's net selling price and its value in use is the present value of estimated future cash flows expected to be arise from the continuing use of the asset and from its disposal at the end of its useful life. Net Selling price is the amount obtainable from the sale of the asset in the arm's length transaction between knowledgeable, willing parties, less the costs of disposals. An impairment loss is charged to statement of profit and loss in the year in which an asset is identified as impaired. The impaired loss recognised in prior accounting periods if reversed if there has been a change in the estimate of recoverable value.

f) Investments

The Company has made investments during the financial year . However as a policy, investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Current investments and Long-term (Non-current) investments are carried at cost, provisions for diminution in value is made to recognize a decline other than temporary in the value of the investments.

g) Employee Benefits

Short Term Employee benefit are recognized as an expense at the undiscounted amount in the statement of profit & Loss of the year in which the related service is rendered.

h) Provisions, Contingent liabilities and Contingent assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognised nor disclosed in the financial statements.

Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

i) Intangible Assets

Intangible Assets are recognised if they are separately identifiable and the company controls the future economic benefits arising out of them. All other expenses on intangible items are charged to Statement of Profit and Loss. Intangible assets are stated at cost less accumulated amortization/ impairment. Intangible assets include Software Licenses,

j) Foreign Exchange Transactions

a) Assets and liabilities, receivable/ payable in foreign currency, if any, are translated at the exchange rate prevailing on the last day of the year.



b) Gains or losses arising out of remittance / translations at the time of realisation are credited / debited to the statement of profit and loss for the year.

c) Foreign exchange transactions are converted into Indian rupees at the rate prevailing on the date of transaction.

k) Revenue Recognition

i) Revenue from sales and services are recognised in the books of accounts on the basis of Invoice raised.

ii) Other operating revenue comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per terms of the contract.

l) Taxation

i) Current income tax expense comprises taxes on income from operations in India. Current Income tax payable in India is determined in accordance with the provisions of Income Tax Act, 1961.

ii) Deferred tax expense or benefit is recognized on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the balance sheet date.

iii) All deferred tax assets are recognized only to the extent that there is reasonable certainty that future taxable income will be available to realize such assets.

iv) Tax Refund Claims and provisions for current income taxes are presented in the balance sheet after off-setting TDS and advance tax paid against income tax provision.

m) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, balance with bank, FDR's encashable on demand and other short-term highly liquid investments that are readily convertible into known amounts of cash.

n) Lease Asset - Operating Lease

Lease Assets where risk and rewards incidental to ownership of assets substantially vests with the Lessor are recognised as Operating Lease. There are no operating Leases for the company.

o) Earning Per share

Basic and Diluted earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders and weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED
Notes on Financial Statement for the year ended 31st March 2017

Note-2

Share Capital

Particulars	As at 31st March,2017(Rs.)		31st March,2016	
	No. of Shares	Rs.	No. of Shares	Rs.
Equity Share Capital				
Authorised Capital				
Equity Share of Rs.10 each	30,00,000	3,00,00,000.00	30,00,000	3,00,00,000.00
Issued,Subscribed and fully paid up Capital				
Equity Share of Rs.10 each fully paid up	25,20,000	2,52,00,000.00	25,20,000	2,52,00,000.00
Total	25,20,000	2,52,00,000.00	25,20,000	2,52,00,000.00

(a) The details of shareholders holding more than 5% shares in the company : -

Name of Shareholder	No. of Shares held	% of holding	No. of Shares held	% of holding
Lakshmi Kewal Ramani	4,29,600	17%	4,29,600	17%
Bhagwan Kewal Ramani	12,34,900	49%	12,34,900	49%
B.G. FREIGHT SHOPPE INDIA PRIVATE LIMITED	3,19,000	13%	3,19,000	13%
Ridhi Sidhi Financial Advisory Private Limited	1,76,000	7%	1,76,000	7%
Ashish Aggarwal	3,60,000	14%	3,60,000	14%

(b) The Reconciliation of the number of shares outstanding is set out below :

Particulars	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	25,20,000	25,20,000
Add: Shares issued	-	-
Less : Shares Cancelled	-	-
Equity Shares at the end of the year	25,20,000	25,20,000

The company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share. In the event of Liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount, in proportion to their shareholding.

Particulars	As at 31st March,2017 (Rs.)	As at 31st March,2016 (Rs.)
Note-3		
Reserves and Surplus		
Profit and Loss Account		
- Balance at the beginning of the year	96,12,125	45,97,154
- Add: Profit for the year	(7,93,823)	50,14,971
- Balance at the Closing of the year	88,18,302	96,12,125
Total Reserve & Surplus	88,18,302	96,12,125
Note-4		
Short Term Borrowings		
Unsecured Loan		
From Directors and their Relatives (Interest Free loan from the Directors/Shareholders)	23,00,000	23,00,000
Inter-Corporate Deposits (ICD taken at the interest Rate of 9% payable quarterly)	7,65,92,639	8,11,39,309
	7,88,92,639	8,34,39,309
Note-5		
Trade Payables	1,29,051	17,35,378
	1,29,051	17,35,378



LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED
1249, Aruna Asaf Ali Marg, Opposite Fortis Hospital, Vasant Kunj, New Delhi-110070
FIXED ASSETS AS PER COMPANIES ACT, 2013

Note-7

In (Rupees)

PARTICULARS	GROSS-BLOCK				DEPRECIATION			NET BLOCK		
	AS AT 01.04.16	ADDITIONS	SOLD	AS AT 31.03.16	UP TO 31.03.16	DURING THE YEAR	Amount Written Back	UP TO 31.3.17	AS AT 31.3.17	AS AT 31.03.2016
(i) TANGIBLE ASSETS										
Data Processing Machines										
Computers										
Laptop	91,161	-	-	91,161	55,868	22,291.00	-	78,159	13,002	35,293
Plant and machinery										
Printer										
Printer 4515	8,050	-	-	8,050	2,111	1,075.00	-	3,186	4,864	5,939
Pump Set										
Movable Pump Set	7,359	-	-	7,359	1,959	977.00	-	2,936	4,423	5,400
Lawn Movers										
Lawn Movers	62,991	-	-	62,991	17,924	8,157.00	-	26,081	36,910	45,067
Other Office Equipments										
Other Office Equipments	2,09,402	-	-	2,09,402	1,46,219	28,477.00	-	1,74,696	34,706	63,183
Other Office Equipments	2,240	-	-	2,240	1,564	305.00	-	1,869	371	676
electrical items	4,750	9,975	-	14,725	1,567	2,112.00	-	3,679	11,046	3,183
Paintings										
Paintings	9,14,700	-	-	9,14,700	-	-	-	-	9,14,700	9,14,700
Trees and Plants										
Trees and Plants	6,08,964	-	-	8,08,964	-	-	-	-	8,08,964	8,08,964
Furniture										
Chair Set	1,92,219	-	-	1,92,219	61,441	33,858.00	-	95,299	96,920	1,30,778
Furniture and Fixture	25,37,326	82,409	-	26,19,735	11,39,102	3,72,113.00	-	15,11,215	11,08,520	13,98,224
Table	1,71,000	-	-	1,71,000	72,587	25,479.00	-	98,066	72,934	98,413
Side Board	1,28,250	-	-	1,28,250	54,440	19,109.00	-	73,549	54,701	73,810
TOTAL	51,38,412	92,384	-	52,30,796	15,54,782	5,13,953	-	20,68,735	31,62,061	35,83,630
Current Year Figures ((i)+(ii))	51,38,412	92,384	-	52,30,796	15,54,782	5,13,953	-	20,68,735	31,62,061	35,83,630
Previous Year Figures	29,89,952	60,28,252	39,97,674	50,20,530	-	8,63,632	-	8,63,632	41,56,898	29,89,952



Note-6		
Other Current Liabilities		
- Other Payable	5,76,090	4,80,704
- Statutory Liabilities payable	4,21,857	10,42,612
	9,97,946	15,23,316
Note-8		
Deffered Tax Asset/(Liability)		
- Opening Deffered Tax	(2,71,869)	1,31,962
Created during the year	1,73,517	(4,03,831)
	(98,352)	(2,71,869)
Note-9		
Investments		
Investment in Mutual Funds (Growth)		
(Market Value being Rs. 3,00,88,105)	2,31,51,597	2,82,12,559
Investments in Various Quoted shares Through Portfolio Management Scheme	53,13,247	52,27,254
(Market Value being Rs. 76,16,289)		
Investments in Liquidee Through Portfolio Management scheme	13,404	-
(Market Value being Rs. 13,403)		
Other Investments Through Portfolio Management scheme	48,929	12,307
	2,85,27,177	3,34,52,119
Note-10		
Trade Receivables		
(Unsecured Considered Good)		
Less than six months	8,52,768	51,36,870
More than six months		
	8,52,768	51,36,870
Note-11		
Cash and cash equivalents		
(a) Balance with Scheduled Banks	26,11,050	4,03,006
(b) Cash in Hand	28,900	2,35,432
	26,39,950	6,38,438
Note-12		
Short Term Loan & Advances		
- Advances to suppliers		-
- Advances to other		14,798
- Unsecured, Considered Good by management	7,53,74,561	7,60,93,101
	7,53,74,561	7,61,07,899
Note-13		
Other Current Assets		
- Misc Expenditure (ROC fee)	93,984	1,40,976
- Service Tax Input Credit	26,409	13,912
- KKC Deffered	1,372	
- Income Tax Refunds Claimed/Mat Credit	15,07,163	27,08,153
- Income tax Refund FY 2016-17	19,50,846	-
	35,79,774	28,63,041



LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED
Notes on Financial Statement for the period ended 31st march 2017

Particular	As at 31st March, 2017 (Rs.)	As at 31st March, 2016 (Rs.)
Note No. 14 Revenue from Operations		
- Sale of Services	98,33,683	1,58,60,551
	98,33,683	1,58,60,551
Particulars of sale of Services		
- Training, Consultancy & Marketing Charges	98,33,683	1,58,60,551
	98,33,683	1,58,60,551
Note No. 15 Other Income		
- Interest Income	93,09,916	90,00,000
- Interest on IT refund	51,548	-
- Dividend Income	37,113	3,52,846
- Arbitrage Gain	-	-
- Foreign exchange Fluctuation gain	34,738	14,654
- Misc Income	600	-
- Profit/Loss on sale of Investments	3,17,560	47,56,198
	97,51,475	1,41,23,698
Note No. 16 Employee Benefit Expense		
- Directors Remuneration	18,00,000	18,00,000
- Salary	38,19,985	14,06,283
- Stipend	30,000	-
	56,49,985	32,06,283
Note No. 17 Financial Costs		
- Interest Expense	68,41,706	67,71,591
	68,41,706	67,71,591
Note No. 18 Other Expenses		
- Professional & Consulting Expense	20,91,000	83,66,000
- Audit Fee	70,000	70,000
- Advertising Expense	30,704	4,95,640
- Travelling Exp (Foreign)	10,25,346	-
- Travelling Exp (Domestic)	20,900	1,90,857
- Security Expense	12,96,229	7,64,327
- Business Promotion Expense	9,64,985	4,91,867
- Conference Expenses	10,86,769	13,51,673
- IT & Support Services	-	3,60,000
- Other Expenses	9,05,443	7,39,969
	74,91,376	1,28,30,334

Note No. 19

Details of Cash transaction between 08/11/2016 to 30/12/2016

	Specified Bank Notes	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	76,000	34,136	1,10,136
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	76,000	5,236	81,236
Closing cash in hand as on 30.12.2016	-	28,900	28,900



20 **Related Party Transactions**

In terms of Accounting Standard - 18, the particulars of the transactions with related parties are given as hereunder.

a) Names of related parties :-

i. **Persons and Companies having substantial Interest:**

Bhagwan Kewal Ramani
Laxmi Kewal Ramani

ii. **Key Managerial Personnel**

Bhagwan Kewal Ramani
Laxmi Kewal Ramani
Nisha Aggarwal
Ashish Sharma
Akansha Sharma
Parul Choudhary

iii. **Relatives of (i) & (ii) above**

Amit Ramani
Moonesha Ramani

iv. **Companies or entities under significant influence of (i),(ii) and (iii) mentioned above**

- 1) Ncube Planning & Design Private Limited
- 2) Nelson Planning & Design Private Limited
- 3) Nelson Engineering Consultants Private Limited
- 4) CubeX Interiors Private Limited
- 5) Alza Interiors Private Limited
- 6) Petra Assets and Facility Management Private Limited
- 7) PAFM Security Solutions Private Limited
- 8) Awfis Space Solutions Private Limited

b) **Transactions during the period/year :-**

<u>Nature of Transactions</u>	<u>Related Party</u>	<u>Current Year (Rs.)</u>	<u>Previous Year (Rs.)</u>
<u>Loan Received</u>	Lakshmi Kewal Ramani	-	10,00,000
	Total	-	10,00,000
<u>Loan Paid Back</u>	Amit Ramani	-	3,31,00,000
	Total	-	3,31,00,000
<u>Closing Balance</u>	Lakshmi Kewal Ramani	10,00,000	10,00,000
	Amit Ramani (Loan)	13,00,000	13,00,000
		23,00,000	23,00,000
<u>Directors Remuneration/Salary</u>	Bhagwan Kewal Ramani	12,00,000	12,00,000
	Lakshmi Kewal Ramani	6,00,000	6,00,000
	Akansha Sharma	-	70,000
	Parul Choudhary	3,54,260	57,484
		21,54,260	19,27,484
<u>Expenses</u>	Petra Assets and Facility Management Private Limited	-	24,462
	PAFM Security Solutions Private Limited	12,39,793	2,27,754
		12,39,793	2,52,216
<u>Rent Paid</u>	Amit Ramani	1,20,000	1,20,000
		1,20,000	1,20,000
21 Remuneration to Auditors:	As Audit Fees	50,000.00	50,000.00
	As Tax Audit Fees	20,000.00	20,000.00
	Total	70,000	70,000
22 In the opinion of the management, current assets, loans and advances are stated at value which is not less than the realisable value. Provision for all known liabilities has been made and contingent liabilities are disclosed properly.			
23 Earnings and Expenditure in Foreign Currency		<u>Current Year (Rs.)</u>	<u>Previous Year (Rs.)</u>
Foreign Exchange Expenses		10,25,346	-
Foreign Exchange Earnings		-	-
		10,25,346	-
24 Earning per Share			

22 In the opinion of the management, current assets, loans and advances are stated at value which is not less than the realisable value. Provision for all known liabilities has been made and contingent liabilities are disclosed properly.

23 **Earnings and Expenditure in Foreign Currency**

	<u>Current Year (Rs.)</u>	<u>Previous Year (Rs.)</u>
Foreign Exchange Expenses	10,25,346	-
Foreign Exchange Earnings	-	-
	10,25,346	-

24 **Earning per Share**

In accordance with Accounting Standard - 20 on Earning per share, issued by the Institute of Chartered Accountants of India, the earning per share has been computed as under:

	<u>Current Year</u>	<u>Previous</u>
a) Net Profit/(Loss) after tax (Rs)	(7,93,823.10)	5548466.01
b) Number of Equity shares* (weighted average)	25,20,000	25,20,000
c) Nominal value per Equity Share (Rs)	10	10
d) Earning per share (Basic and Diluted) (Rs)	(0.32)	2.20

* There were no potential equity shares



- 25 Balance confirmations have not been received from some of the parties showing debit/ credit balances.
26 The company is engaged in only one segment. Hence, there are no separate reportable segments under A5-17 issued by Institute of Chartered Accountants of India.
27 There are no contingent liabilities, no claims outstanding and no other financial commitments as per the management.
28 As informed, there are no suppliers registered under "The Micro, Small and Medium Enterprises (Development) Act, 2006".
29 The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

As per our report of even date attached here to
For R. K. Baheti & Co.
Chartered Accountants

Ajay Baheti
Partner
Mem. No. 088545



For and on behalf of the Board
[Handwritten signature]

Bhagwan Kewal Ramani
Managing Director
DIN: 2988910

Lakshmi Kewal Ramani
Whole Time Director
/ Chief Financial Officer
DIN: 2988932

Firm No. 010528N

Date: 30/05/2017
Place: New Delhi

[Handwritten signature]
Parul Choudhary
Company Secretary
Mem No. 034854

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

A-16, FIRST FLOOR, QUTAB INSTITUTIONAL AREA, ARUNA ASAF ALI MARG NEW DELHI South West Delhi DL 110067 IN

Statement of Cash Flows

Particulars	2017	2016
Cash flows from operating activities		
Profit/(Loss) before taxation	(7,93,823)	50,14,971
Adjustments for:		
Add		
Provision for Tax	(1,18,039)	14,69,920
Depreciation	5,13,953	6,91,150
Interest expense	68,33,517	67,71,452
Less		
Interest income	93,09,916	90,00,000
Investment income	3,54,673	51,09,044
Profit / (Loss) after adjustment	(32,28,981)	(1,61,551)
Working capital changes:		
(Increase) / Decrease in trade and other receivables	42,84,102	(25,59,612)
(Increase) / Decrease in Inventories	-	-
(Increase) /Decrease in Short term advances	7,33,338	(7,88,536)
(Increase) /Decrease in Other Current Assets	(7,16,734)	(4,70,257)
Increase / (Decrease) in trade payables	(16,06,327)	12,60,902
Increase / (Decrease) in Short Term Borrowing	(45,46,670)	(2,59,60,691)
Increase / (Decrease) in Short term provision	-	-
Increase / (Decrease) in other liabilities	(5,25,370)	3,90,777
Cash generated from/ used in operations	(56,06,641)	(2,82,88,968)
Interest paid	68,33,517	67,71,452
Income taxes paid	55,478	10,66,089
Net cash from operating activities	(1,24,95,636)	(3,61,26,509)
Cash flows from investing activities		
Rental Income		
Interest Income	93,09,916	90,00,000
Investment income	3,54,673	51,09,044
Purchase of Fixed Assets	(92,384)	(1,17,882)
Sale of Investments	49,24,942	2,05,52,260
Net cash generated from /used in investing activities	1,44,97,148	3,45,43,422
Cash flows from financing activities		
Proceeds from long-term borrowings		-
Repayment of Long term borrowings		-
Share Application Money Received	-	-
Loans & Advances Given	-	-
Net cash genarted from / used in financing activities	-	-
Net increase in cash and cash equivalents	20,01,511	(15,83,087)
Cash and cash equivalents at beginning of period	6,38,438	22,21,525
Cash and cash equivalents at end of period	26,39,950	6,38,438



NOTICE

Notice is hereby given that the Eighth Annual General Meeting of the members of **LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED** is scheduled to be held on Saturday, September 30, 2017 at 03:00 P.M. at the registered office of the Company at A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi - 110067, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet and the Statement of Profit and Loss for the year ended March 31, 2017 and the Reports of Directors and Auditors thereon.
2. To appoint a director in place of Ms. Lakshmi Kewal Ramani (DIN 02988932) who retires by rotation and being eligible, offers herself for re- appointment.
3. To re-appoint M/s R. K. Baheti & Co., Chartered Accountants (FRN: 010528N), New Delhi as Statutory Auditors of the Company and to fix their remuneration.

To consider and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with applicable provisions of the Companies Act, 2013, and the Rules made thereunder the retiring Statutory Auditor, M/s R. K Baheti & Co., Chartered Accountants, (FRN 010528N), who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, be and are hereby re-appointed as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Eleventh Annual General Meeting on a remuneration to be fixed by the Board of Directors, subject to ratification at every Annual General Meeting by the Shareholders of the Company.”

On behalf of the Board
For Learning Edge Academy of Professionals Limited



Priyanka Tiwari
Company Secretary

Place: New Delhi
Date: September 08, 2017

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

- A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi- 110067 •
- Write us at info@learnedge.in • Visit us @ www.learnedge.in •
- Tel: +91 9818324060 • CIN : L80302DL2009PLC193013

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself, and that a proxy need not be a member.
2. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
5. Members are requested to bring their demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
6. The Register of Members and share transfer books of the Company shall remain closed from September 24, 2017 to September 30, 2017 (both days inclusive).
7. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to M/s Bigshare Services Private Limited, at 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.
8. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
9. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
10. Shareholders desiring clarification/ information as regards Annual Accounts are requested to write to the Company at an early date so that the information may be kept ready at the annual general meeting of the Company.
11. The members are requested to send the transfers, change of address and other related correspondence to the Registrars and Share Transfer Agents, M/s Bigshare Services Private Limited, at 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055.
12. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on any day between 2:00 p.m. and 4:00 p.m. except on holidays and shall also be available at the meeting.

On behalf of the Board
For Learning Edge Academy of Professionals Limited




Priyanka Tiwari
Company Secretary

Place: New Delhi
Date: September 08, 2017

Folio No./DP ID/Client ID No.	
No. of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the Eighth Annual General Meeting to be held on Saturday, September 30, 2017 at A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi - 110067 at 03:00 PM

Name Of The Shareholder/ Proxy (in Block Letters)	
Signature Of The Shareholder/ Proxy	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

Form No. MGT-11

Proxy form

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

CIN	U80302DL2009PLC193013		
Name of the company	LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED		
Registered office	A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New D 110067		
Name of the member (s)			
Registered address			
E-mail Id			
Folio No/ Client Id		DP ID	

I/We, being the member (s) of shares of the above named company, hereby appoint

Name	
Address	
E-mail Id	
Signature	

OR FAILING HIM

Name	
Address	
E-mail Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighth Annual General Meeting to be held on Saturday, September 30, 2017 at A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi – 110067 at 03.00 PM and at any adjournment thereof in respect of such resolutions as are indicated below:

Res No.	RESOLUTIONS	For	Against
1	Adoption of Financial Statements for the year ended 31st March, 2017		
2	Re-appointment of Mr. Lakshmi Kewal Ramani who retires by rotation		
3	Re-appointment of M/s. R. K. Baheti & Co. as Auditors & fixing remuneration		

Signed this..... day of..... 2017

Signature of Shareholder:

Signature of Proxy holder(s):

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

DIRECTOR'S REPORT

**TO
THE MEMBERS OF
LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED**

Your Directors feel pleasure in presenting the 8th Annual Report together with the audited statements of accounts of the Company for the period ended March 31, 2017.

FINANCIAL RESULTS

Particulars	(In Rs.)	
	As on March 31, 2017	As on March 31, 2016
Revenue from Operations (Including Other Income)	1,95,85,158	29,984,249
Profit/ (loss) Before Depreciation & Amortization and Taxes	(14,25,815)	7,176,041
Less: Depreciation & Amortization	5,13,953	691,150
Profit/ (loss) after depreciation	(9,11,862)	6,481,891
Less: Prior Period Items	-	-
Less: Tax Provision	(1,18,039)	14,69,920
Profit/ (Loss) After Tax but before Proposed Dividend	(7,93,823)	5,014,971
Less: Proposed Dividend	-	-
Net Profit/ (loss) after Dividend	(7,93,823)	5,014,971
Amount transferred to General Reserve	-	-
Balance carried forward to Balance sheet	(7,93,823)	5,014,971

REVIEW OF OPERATIONS

In Financial Year 2016-17, the Revenue from Operations (Including Other Income) at Rs. 1,95,85,158/- was lower by Rs. 1,03,99,091/- as compared to Rs. 2,99,84,249/- from Revenue from Operations in Financial Year 2015-16. However, the gross expenses incurred by the Company during the Financial Year 2016-17 amounted to Rs. 2,04,97,020/- in comparison to the expenses incurred in Financial Year 2015-16 of an amount of Rs. 2,34,99,358/-.

The Company has incurred net loss after tax of Rs. 7,93,823/- during the Financial Year 2016-17 in comparison to the net profit of Rs. 50,14,971/- during the Financial Year 2015-16.

The Company has seen a decrease in business activity during the year and the management is exploring avenues of business as the current line of business is not growing despite best efforts.

CHANGE OF REGISTERED OFFICE

In order to facilitate day to day working of the Company, the Board of Directors in their meeting held on December 22 2016, approved the change of Registered Office of the Company from 1249, Aruna

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

- A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi- 110067 •
- Write us at info@learnedge.in • Visit us @ www.learnedge.in •
- Tel: +91 9818324060 • CIN : L80302DL2009PLC193013

Asaf Ali Marg, Opposite Fortis Hospital, Vasant Kunj, New Delhi-110070 to A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi- 110067.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

During the year under review there was no material changes and commitments in your Company that affect the financial position of the company occurred between the end of the financial year to which this financial statements relate and the date of the report.

SHARE CAPITAL

During the year under review your company has not made any change in its authorised and paid up capital.

DIVIDEND

Your directors do not recommend declaration of any dividend for the financial period under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The details of Directors & Key Managerial Personnel as on March 31st, 2017 are as under:

Name	Designation	Date Of Appointment
Bhagwan Kewal Ramani	Managing director	22/07/2011
Lakshmi Kewal Ramani	Whole-time director	14/10/2013
Lakshmi Kewal Ramani	CFO	28/09/2014
Sudesh Chand Gupta	Director	13/01/2014
Urvish Pradip Bosmaya	Director	31/01/2014
Moneesha Ramani	Director	14/11/2014
Parul Choudhary	Company Secretary	28/12/2015

INDEPENDENT DIRECTORS DECLARATION

The Company has received the necessary declaration from each ID in accordance with Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013.

ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST AGM

During the period under review, 5 (Five) Board Meetings were held during the financial year.

The attendance of each Director at the Board Meetings and Annual General Meeting as follows:

S. No.	Name of Directors	Whether Attended Last AGM	No. of Board Meetings held	No. of Board Meetings attended
1	Mr. Bhagwan Kewal Ramani	Yes	5	5
2	Mrs. Lakshmi Kewal Ramani	Yes	5	5
3	Mr. Sudesh Chand Gupta	Yes	5	5
4	Mr. Urvish Pradip Bosmaya	No	5	4
5	Mrs. Moneesha Ramani	Yes	5	5

PUBLIC DEPOSITS

The Company has neither invited nor accepted any deposits from the public during the year.

MANAGEMENT

During the year, the management of Company had no change.

AUDITORS

The Statutory Auditors of the Company M/s R. K. Baheti & Co., Chartered Accountants, (Firm Registration No. 010528N), will hold office till the conclusion of the Ninth Annual General Meeting of the Company to be held in 2019, subject to ratification in every Annual General Meeting.

The Company has received letters from them to the effect that such ratification, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified for the same.

AUDITOR'S REPORT

The observations of the auditors in their report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Arvind Kohli & Associates, a firm of company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure A".

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

AUDIT COMMITTEE

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Managing Director.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of section 134(3)(p) of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Regulation 17 of the Listing Obligation and Disclosure Requirement 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

NOMINATION AND REMUNERATION POLICY

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the directors' report.

CORPORATE SOCIAL RESPONSIBILITY

Your Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY:

Your Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EARNINGS AND OUTGO

The particulars prescribed under sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Rule 8(3) of Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption are not applicable to the company. However, efforts are being made to conserve and optimize the use of energy, wherever possible

PARTICULARS OF EMPLOYEES

The Company had no employee whose particulars are required to be disclosed in pursuance of provisions of Section 197 of the Companies Act, 2013, read with the rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Directors	Ratio to median remuneration
Bhagwan Kewal Ramani	2
Lakshmi Kewal Ramani	1

- b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

There is no change in the remuneration of Directors, Chief Financial Officer of the Company, during the year.

- c. **The percentage increase in the median remuneration of employees in the financial year:** Nil

- d. **The number of permanent employees on the rolls of Company:** 4 (Four)

- e. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms remuneration is as per the remuneration policy of the Company

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in form no MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending on March 31, 2017 is annexed hereto as "Annexure B" and forms part of this report.

RELATED PARTY TRANSACTIONS

There have been no materially significant related party transactions between the Company and the Directors, the management, the subsidiaries or the relatives except for those disclosed in the financial statements. Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) along with the justification for entering into such contract or arrangement in Form AOC-2 does not form part of the report.

DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of section 134(5) of the Companies Act, 2013, your directors state in respect of Financial Year 2016-17 that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Earnings and outgo for the year under review are as below:

Outgo: Rs. 10,25,346

Earning: Nil

PARTICULARS OF LOAN TO DIRECTORS OR TO ENTITIES IN WHICH DIRECTORS ARE INTERESTED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

During the period under review your company has not given any loan to any Director or to entities in which directors are interested under section 185 of Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, the Company has not advanced any loans/ given guarantees/ made investments under section 186 of Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate Annexures, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated Listing Obligation and Disclosure Requirements, 2015.

PREVENTION OF SEXUAL HARASSMENT:

Your Company has always believed in providing a safe and harassment free workplace for every individual working in company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

In accordance with "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" to provide for the effective enforcement of the basic human right of gender equality and guarantee against sexual harassment and abuse, more particularly against sexual harassment at work places. The company aims to provide effective enforcement of basic human right of gender equality and guarantee against sexual harassment and abuse. The Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment.

ACKNOWLEDGEMENTS

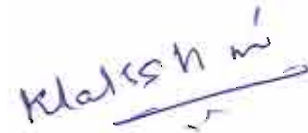
Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance.

For Learning Edge Academy of Professionals Limited



Date: 08/09/2017
Place: New Delhi

Bhagwan Kewal Ramani
Managing Director
DIN: 02988910



Lakshmi Kewal Ramani
Whole Time Director
DIN: 02988932

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 09 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Learning Edge Academy of Professionals Limited
A-16, First Floor, Qutab Institutional Area,
Aruna Asaf Ali Marg New Delhi -110067

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Learning Edge Academy of Professionals Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2017 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 extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017 according to the provisions of;

1. The Companies Act, 1956 and Companies Act, 2013 ("the Acts") and the rules made there under, as applicable ;
2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed hereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under. However, there was no transaction of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings which was required to be reviewed during the period under audit ;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India , 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, 2009 – Not applicable as the Company did not issue any security during the financial year under review ;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines , 1999/ Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014) – Not applicable as the Company has not granted any Options to its employees during the financial year during the financial year under review ;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; : Not applicable as the Company has not issued any Debt Securities during the financial year under review ;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfers Agents) Regulations, 1993: Not applicable as the Company is not registered as Registrars and Share Transfer Agent during the financial year under review.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; : Not applicable as the Company has not delisted/proposed to delist its security from any stock exchange during the financial year under review ; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: Not applicable as the Company has not bought back/proposed to buy back its securities during the financial year under review.
6. Other Laws specifically applicable to the Company ;
- i. The Finance Act, 1994
 - ii. The Information Technology Act, 2000

We have also examined compliance with the applicable clause of the following;

- I. The Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India and made effective from 1st July 2015.
- II. The Listing Agreements entered into by the Company with Institutional Trading Platform BSE-SME Exchange and SEBI(Listing Obligations and Disclosure Requirements), Regulations, 2015 made effective from 1st December, 2015

During the period under review the following major events took place with regard to which all provisions of the laws applicable were complied with:

1. Appointment of Secretarial Auditor on May 30, 2016 for conducting the audit for the financial year ending March, 31, 2016.
2. Change in Registered Office of the Company from 1249, Aruna Asaf Ali Marg, Opp. Fortis Hospital, Vasant Kunj, South Delhi – 110070 to A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi-110067 w.e.f December 22, 2016.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

It was observed that all the forms filed during the year were filed within the due date with few exceptions.

We report that while checking the minutes of the Board meetings, general meetings and committee meetings, it was observed that Secretarial Standards had generally been complied with.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.

Adequate notices were 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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Major decision at Board Meetings and Committee Meetings were carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that there were 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.



**For Arvind Kohli & Associates
Company Secretary**

Arvind Kohli

FCS 4434, CP NO. 2818

Date: September 06, 2017

Place: New Delhi

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

"ANNEXURE A"

To,
The Members,
Learning Edge Academy of Professionals Limited
A-16, First Floor, Qutab Institutional Area,
Aruna Asaf Ali Marg New Delhi -110067

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

1. Maintenance of Secretarial records 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. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company since the same have been subject to review by the statutory financial auditor and other designated professionals.
4. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.



For Arvind Kohli & Associates
Company Secretaries

Arvind Kohli

Arvind Kohli
Proprietor

FCS 4434, CP NO. 2818

Date: September 06, 2017
Place: New Delhi

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L90302DL2009PLC193013
2	Registration Date	10-08-2009
3	Name of the Company	LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED
4	Category/Sub-category of the Company	Company Limited by Shares and Indian Non-Government Company
5	Address of the Registered office & contact details	A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi -110067 & +91-9818324060
6	Whether listed company	YES
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055, Phone: 91-11-23522373

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)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	To carry on the business of training, facilitation, education and of executing the job of consultation relating to the same and other related activities.	85499	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (NOT APPLICABLE)					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Not Applicable				

IV. SHARE HOLDING 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 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	16,64,700	-	16,64,700	66.06%	16,64,700	-	16,64,700	66.06%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	16,64,700	-	16,64,700	66.06%	16,64,700	-	16,64,700	66.06%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	16,64,700	-	16,64,700	66.06%	16,64,700	-	16,64,700	66.06%	0.00%

B. Public Shareholding									
1. Institutions									
a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI			-	0.00%			-	0.00%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)			-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FIs			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
Sub-total (B){1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	495000	-	4,95,000	19.64%	495000	-	4,95,000	19.64%	0.00%
ii) Overseas			-	0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1	300	-	300	0.01%	300	-	300	0.01%	0.00%
ii) Individual shareholders holding nominal share capital in excess of	360000		3,60,000	14.29%	360000		3,60,000	14.29%	0.00%
c) Others (specify)									
Sub-total (B){2):-	8,55,300	-	8,55,300	33.94%	8,55,300	-	8,55,300	33.94%	0.00%
Total Public Shareholding (B) = (B){1)	8,55,300	-	8,55,300	33.94%	8,55,300	-	8,55,300	33.94%	0.00%
C. Shares held by Custodian for GDRs & ADRs				0.00%				0.00%	0.00%
Grand Total (A+B+C)	25,20,000	-	25,20,000	100.00%	25,20,000	-	25,20,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Mr. Bhagwan Kewal Ramani	12,34,900	49.00%	-	12,34,900	49.00%	-	0.00%
2	Mrs. Lakshmi Kewal Ramani	4,29,600	17.05%	-	4,29,600	17.05%	-	0.00%
3	Mr. Amit Ramani	100	0.00%	-	100	0.00%	-	0.00%
4	Mrs. Moneesha Ramani	100	0.00%	-	100	0.00%	-	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			16,64,700	66.06%	16,64,700	66.06%
	Date wise Increase/ Decrease in Promoters share holding during the year specifying the reason for Increase/ Decrease			NIL			
	At the end of the year			16,64,700	66.06%	16,64,700	66.06%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. Ashish Aggarwal						
	At the beginning of the year			3,60,000	14.29%	3,60,000	14.29%
	Changes during the year			-	-	-	-
	At the end of the year			3,60,000	14.29%	3,60,000	14.29%
2	BG Freight Shoppe India Pvt						
	At the beginning of the year			3,19,000	12.66%	3,19,000	12.66%
	Changes during the year			-	-	-	-
	At the end of the year			3,19,000	12.66%	3,19,000	12.66%
3	Mr. Amit Kumar Aggarwal						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			-	-	-	-
	At the end of the year			100	0.00%	100	0.00%
4	RidhiSidhi Financial Advisory						
	At the beginning of the year			1,76,000	6.98%	1,76,000	6.98%
	Changes during the year			-	-	-	-
	At the end of the year			1,76,000	6.98%	1,76,000	6.98%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Mrs. Lakshmi Kewal Ramani						
	At the beginning of the year			4,29,600	17.05%	4,29,600	17.05%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			4,29,600	17.05%	4,29,600	17.05%
2	Mr. Bhagwan Kewal Ramani						
	At the beginning of the year			12,34,900	49.00%	12,34,900	49.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			12,34,900	49.00%	12,34,900	49.00%
3	Mr. Urvi Pradip Bosmaya						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			100	0.00%	100	0.00%
4	Mr. Sudesh Chand Gupta						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			100	0.00%	100	0.00%
5	Mrs. Moneesha Ramani						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			100	0.00%	100	0.00%

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		8,34,39,309.00		8,34,39,309.00
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)		8,34,39,309.00		8,34,39,309.00
Change in Indebtedness during the financial year				
* Addition				-
* Reduction		45,46,670.00		45,46,670.00
Net Change		45,46,670.00		45,46,670.00
Indebtedness at the end of the financial year				
i) Principal Amount		7,88,92,639.00		7,88,92,639.00
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
Total (i+ii+iii)		7,88,92,639.00		7,88,92,639.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs)
		Mrs. Lakshmi Kewal Ramani	Mr. Bhagwan Kewal Ramani	
	Name	Whole Time Director	Managing Director	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	6,00,000.00	12,00,000.00	18,00,000.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	Total (A)	6,00,000.00	12,00,000.00	18,00,000.00
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount (Rs/Lac)
1	Independent Directors			
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (1)			-
2	Other Non-Executive Directors			
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (2)			-
	Total (B)=(1+2)			-
	Total Managerial Remuneration			-
	Overall Ceiling as per the Act			-

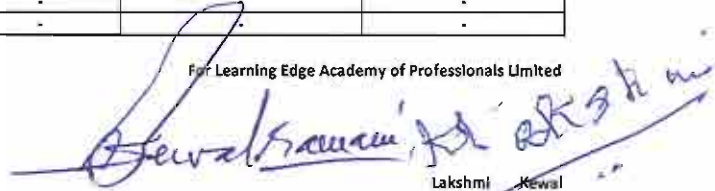
C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		Designation	CEO	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	3,54,260.00	3,54,260.00
	(b) Value of perquisites w/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	3,54,260.00	3,54,260.00

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)
A. COMPANY					
Penalty		-	-	-	-
Punishment		-	-	-	-
Compounding		-	-	-	-
B. DIRECTORS					
Penalty		-	-	-	-
Punishment		-	-	-	-
Compounding		-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty		-	-	-	-
Punishment		-	-	-	-
Compounding		-	-	-	-

For Learning Edge Academy of Professionals Limited



Bhagwan Kewal Raman
Managing Director
DIN: 02988910

Lakshmi Kewal Raman
Whole Time Director
DIN: 02988932

Date: 08/09/2017
Place: New Delhi

CORPORATE GOVERNANCE REPORT

Good Corporate Governance helps to build long term relationship with all stakeholders in the corporate world which requires the most possible transparency in dealings with the stakeholders. Your Company takes Corporate Governance as a critical tool to enhance trust of Company's stakeholders.

1. PHILOSOPHY OF THE COMPANY ON CORPORATE GOVERNANCE

It has been a constant endeavor on the part of the Company to achieve excellence in Corporate Governance by following the principles of transparency, accountability and integrity in functioning, so as to constantly enhance value for all stakeholders and fulfill the social obligation entrusted upon the corporate sector.

Your Company's philosophy is to implement the Corporate Governance Practices for the benefits of all the stakeholders and continuously improve upon the process for effective functioning of the Board of Directors, its Committees and the executive management.

The Company is in compliance with the requirements stipulated under the Listing Agreement entered into with the Stock Exchange with regard to Corporate Governance.

2. BOARD OF DIRECTORS

The constitution of Board aims at ensuring Directors commitment to participate in the affairs of the Company with understanding and competence to deal with business issues.

Composition of Board of Directors:

Name of the directors	Category	Other Directorships in Public Companies	Committee Memberships in other Companies	Committee Chairmanships in other Companies
Mr. Bhagwan Kewal Ramani	Managing Director	None	Nil	Nil
Mrs. Lakshmi Kewal Ramani	Whole Time Director	None	Nil	Nil
Mr. Sudesh Chand Gupta	Director/ NE/Independent	None	Nil	Nil
Mr. Urvish Pradip Bosmaya	Director/ NE/Independent	None	Nil	Nil
Mrs. Moneesha Ramani	Director/ NE/Non-Independent	None	Nil	Nil

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

- A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi- 110067 •
- Write us at info@learnedge.in • Visit us @ www.learnedge.in •
- Tel: +91 9818324060 • CIN : L80302DL2009PLC193013

Meetings of the Board and Attendance thereat:

During the period under review, 5 (Five) Board Meetings were held on May 30, September 06, November 14, December 22, 2016, and March 09, 2017.

The attendance of various directors thereat is as under

S. No.	Name of Directors	Whether Attended Last AGM	No. of Board Meetings held	No. of Board Meetings attended
1	Mr. Bhagwan Kewal Ramani	Yes	5	5
2	Mrs. Lakshmi Kewal Ramani	Yes	5	5
3	Mr. Sudesh Chand Gupta	Yes	5	5
4	Mr. Urvish Pradip Bosmaya	No	5	4
5	Mrs. Moneesha Ramani	Yes	5	5

During the year, there had been no change in the management of Company.

3. CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board members and the senior management of the Company.

4. COMMITTEES OF THE BOARD

The constitution of Committees of the Board aims at ensuring support to the Board regarding the activities assigned to the committees.

(i) Audit Committee

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of the Listing Obligation and Disclosure Requirements entered into with the stock exchanges read with Section 177 of the Act.

Composition of the audit committee and Detail of meetings attended are as follow:

Sl. No.	Name of the Director	Category	No of Committee Meetings held	No. of Committee Meetings attended
1.	Mr. Sudesh Chand Gupta	Independent/NE/ Director and Chairman	2	2
2.	Mr. Bhagwan Kewal Ramani	Managing Director	2	2
3.	Mr. Urvish Pradip Bosmaya	Independent Non Executive Director	2	1
4.	Mrs. Lakshmi Kewal Ramani	Whole Time Director/CFO	2	2

The Chairman of the Audit Committee is Mr. Sudesh Chand Gupta, who is an Independent Non Executive Director and is proficient in financial accounting and knowledge as required under the provisions of the listing agreement.

Term of Reference: The functioning and terms of reference of the Audit Committee are as prescribed under Section 177 of the Companies Act, 2013 and other terms as may be referred by the Board of Directors. The Audit Committee is authorized to supervise, guide and review the accounting and financial statements, the internal control systems, suggest improvements/ changes in financial and accounting policies and practices of the Company, ensuring compliance with accounting standards, compliance with stock exchange and legal requirements concerning financial statements as also recommending appointment and removal of external auditor.

(ii) Nomination and Remuneration Committee

The Nomination and Remuneration committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013.

Composition of the Nomination and Remuneration committee and Detail of meetings attended are as follow:

Sl. No.	Name of the Director	Category	No of Committee Meetings held	No. of Committee Meetings attended
1.	Mr. Sudesh Chand Gupta	Independent Non-Executive Director	1	1
2.	Mr. Urvish Pradip Bosmaya	Independent Non-Executive Director	1	1
3.	Ms. Moneesha Ramani	Non- Executive Director	1	1

Terms of Reference:

The broad terms of reference of the nomination and Remuneration Committee are as under:

- i 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.
- ii Recommend to the board the appointment or reappointment of directors.
- iii 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).
- iv Carry out evaluation of every director's performance and support the board and independent directors in evaluation of the performance of the board, its committees and individual directors. This shall include "formulation of criteria for evaluation of independent directors and the board"
- v Recommend to the board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.

- vi On an annual basis, recommend to the board the remuneration payable to the directors and oversee the remuneration to executive team or key managerial personnel of the Company.
- vii Oversee the human resource philosophy, human resource and people strategy and human resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the board, key managerial personnel and executive team).
- vii Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.

(iii) Stakeholder's Relationship Committee

The Company had a shareholders / investors grievance committee of directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports, etc. The nomenclature of the said committee was changed to stakeholders' relationship committee in the light of provisions of the Act.

Composition of the Stakeholder's Relationship Committee and detail of meetings attended are as follow:

Sl. No.	Name of the Director	Category	No of Committee Meetings held	No. of Committee Meetings attended
1.	Mr. Sudesh Chand Gupta	Independent/NE/ Director and Chairman	1	1
2.	Mr. Bhagwan Kewal Ramani	Managing Director	1	1
3.	Mr. Urvish Pradip Bosmaya	Independent Non Executive Director	1	0
4.	Mrs. Lakshmi Kewal Ramani	Whole Time Director/CFO	1	1

The Chairman of the Stakeholder's Relationship Committee is Mr. Sudesh Chand Gupta, who is an Independent Non Executive Director.

Term of Reference: The functioning and terms of reference of the Stakeholder's Relationship Committee are as prescribed under the listing obligation and disclosure requirements, 2015 besides other terms as may be referred by the Board of Directors. The Investors Grievance Committee is authorized to perform the following functions with regards to investors: -

1. To approve share transfer;
2. To approve share transmission;
3. To issue duplicate share certificates;
4. To approve and issue fresh share certificates by way of spilt or consolidated of the existing certificate or in any other manner;
5. To monitor the resolution of all types of shareholder/ investors grievances and queries periodically;
6. Power to allot shares, equity or preferences, fully or partly convertible debentures, or other financial instruments convertible into Equity shares at a later date in demat or physical mode, the issue of which has been approved by the Board of Directors of the Company;

7. Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted meetings.

5. DISCLOSURES

Related Party transactions

All material transactions entered into with related parties as defined under the Act during the financial year were in the ordinary course of business. These have been approved by the audit committee.

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behavior. No person has been denied access to the chairman of the audit committee.

Pending Share Transfer- No request for transfer was pending for approval as on March 31, 2017.

Complaints received/ resolved- During the year no complaint was received from investors.

The complaints or queries relating to the shares can also be forwarded to the Company's Registrar and Transfer Agents:

M/s Bigshare Services Private Limited

Address: E-2/3, Ansa Industrial Estate,
Sakivihar Road, Sakinaka, Andheri(E),
Mumbai, Maharastra- 400072
Tel: 022-40430200
Email: babu@bigshareonline.com

Address: 4E/8, First Floor,
Jhandewalan Extension,
New Delhi – 110055
Tel: 011-23522373
Email: bssdelhi@bigshareonline.com

6. GENERAL BODY MEETINGS

The last three Annual General Meetings were held as per the details given below:-

Year	Day	Date	Time	Location	No of Special Resolution passed
2015-16	Friday	September 30, 2016	11:00 AM	Regd. Office	NIL
2014-15	Wednesday	September 30, 2015	11:00 AM	Regd. Office	NIL
2013-14	Tuesday	September 30, 2014	10:00 A.M.	Regd. Office	NIL

7. DEMATERIALISATION OF SHARES

M/s Bigshare Services Private Limited has been appointed as common agency for undertaking physical transfers and to act as depository Registrar. The Company has availed decartelisation facility for equity shares of the Company from NSDL and CDSL. ISIN INE301Q01010 has been allotted to the equity shares of the Company. The securities of the Company are available for dematerialization with both of the depository's viz. NSDL & CDSL.

8. CEO/CFO CERTIFICATION

The CEO/CFO certificate for the year ended 31st March, 2017 forms part of this report. Similarly, the CEO/CFO also gives quarterly certification on the financial results while placing the quarterly financial results before the Board in terms of the provisions of the listing agreement entered into with stock exchange.

9. MEANS OF COMMUNICATION

Quarterly Financial Results and Annual Report of the Company are sent to the Stock Exchange as per the requirements of the Listing Agreement.

10. GENERAL SHAREHOLDERS INFORMATION

I. Annual General Meeting	Date and Time: Saturday, September 30, 2017 at 03:00 P M Venue: A-16, First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi- 110067
II. Financial Calendar	April 01, 2016 to March 31, 2017
III. Book Closure	September 23, 2017 to September 29, 2017 (both days inclusive)
IV. Dividend Payment Rate	No Dividend
V. Listing on Stock Exchanges	BSE(SME) Institutional Trading Platform, 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai - 400 001
VI. Stock Code	780005
VII. ISIN	INE301Q01010
VIII. Dematerialization	The Company's shares are available for trading in Depository System with NSDL & CDSL.
IX. Registered Office	A-16 First Floor, Qutab Institutional Area, Aruna Asaf Ali Marg, New Delhi-110067 Tel: 09818324060
X. Share Transfer Agents	M/s Bigshare Services Private Limited Address: E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai, Maharashtra- 400072

Tel: 022-40430200
Email: babu@bigshareonline.com

XI. Website www.learnedge.in

XII. E-mail Id info@learnedge.in

XIII. CIN L80302DL2009PLC193013

XIV. Address for Correspondence Shareholders correspondence should be addressed to our Registrar and Transfer Agent at the above address

XV. Whistle Blowing Mechanism Company has not denied any personal access to the Audit Committee and is always welcoming such efforts of the shareholders or employees. Further the company has laid down a whistle blowing policy recommended by the audit committee for safeguards of the shareholders and employees of the company.

XVI. Distribution of shareholding as on 31.03.2017

Shareholding of nominal value (in Rs.)	Number of Shareholders	% of total	No. of shares	Amount In Rs.	% to total
Upto 5000	5	0.020	500	5000	0.020
5001 to 10000					
10001 to 20000					
20001 to 30000					
30001 to 40000					
40001 to 50000					
50001 to 100000					
100001 and above	5	99.98	2519500	2519500	99.98
TOTAL	10	100%	2520000	25200000	100%

Shareholding Pattern as on 31.03.2017

Shares of Rs.10/- each

Category	No. of Shares	Percentage of Shareholding
Promoters	1664700	66
Person acting in concert	0	0
Corporate Bodies	495000	20
Indian Public	360300	14
Non Resident Indians	0	0
Grand Total	25,20,000	100%

For Learning Edge Academy of Professionals Limited

Date: 08/09/2017
Place: New Delhi


Bhagwan Kewal Ramani
Managing Director
DIN: 02988910


Lakshmi Kewal Ramani
Whole Time Director
DIN: 02988932



MANAGEMENT ANALYSIS & DISCUSSION REPORT

OVERVIEW

LEAP was founded as a technology-enabled services Company focused on high-speed document imaging technologies and automated data capture from structured and unstructured forms, with an innate ability to apply these technologies meaningfully to improve operational efficiency and customer experience.

The following operating and financial review is intended to convey the management's perspective on the financial and operating performance of the Company at the end of Financial Year 2016-17. This should be read in conjunction with the Company's financial statements, the schedules and notes thereto and the other information included elsewhere in the Annual Report. The Company's financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, the guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India.

CORPORATE TRAINING SERVICES

The Company continues to consolidate its presence in Corporate Training Services. However, the e-learning module has failed to take off so far. The Company is looking at revising this module to synergise with current market requirements.

FINANCIAL PERFORMANCE

The Net Loss of your Company for the Financial Year ending March 31, 2017 is 7,93,823 (Seven Lac Ninety Three Thousand Eight Hundred and Twenty Three only) as against net profit of Rs. 50,14,971 (Rupees Fifty Lac Fourteen Thousand Nine Hundred and Seventy One only) in the previous year.

The Company proposes to aggressively pursue new business opportunities during the current year and expects good results for the year ending March 31, 2018.

For Learning Edge Academy of Professionals Limited

A handwritten signature in blue ink, appearing to read 'Bhagwan Kewal Ramani', is written over a faint, larger version of the signature.

Bhagwan Kewal Ramani
Managing Director
DIN: 02988910

Date: 08/09/2017
Place: New Delhi

LEARNING EDGE ACADEMY OF PROFESSIONALS LIMITED

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