NOTICE TO THE MEMBERS

NOTICE is hereby given that 10th Annual General Meeting of the members of Skill Tree Consulting Private Limited will be held on Monday, the 12th day of October, 2020 at 10:30 A.M. at the registered office of the Company at B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area, Ghaziabad - 201010 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements as on 31st March, 2020 for the year ended on that date and the Board's Report and Statutory Auditors' Report thereon.

SPECIAL BUSINESS:

2. **Appointment of Mr. Shabnam Abdul Hai as a Director**

   To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** Ms. Shabnam Abdul Hai (DIN: 08807009), who was appointed as an Additional Director be and is hereby appointed as a Director of the Company.

   RESOLVED FURTHER THAT Directors be and are hereby severally authorized to file requisite e-form with the Registrar of Companies, as required in this connection."

3. **Appointment of Mr. Shiv Kumar Thakur as a Director**

   To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** Mr. Shiv Kumar Thakur (DIN: 01823104), who was appointed as an Additional Director be and is hereby appointed as a Director of the Company.

   RESOLVED FURTHER THAT Directors be and are hereby severally authorized to file requisite e-form with the Registrar of Companies, as required in this connection."

4. **Appointment of Mr. Shuvradip Sengupta as a Director**

   To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** Mr. Shuvradip Sengupta (DIN: 02242834), who was appointed as an Additional Director be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Directors be and are hereby severally authorized to file requisite e-form with the Registrar of Companies, as required in this connection."

5. **Appointment of Mr. Pratik Ramanbhai Patel as a Director**

To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** Mr. Pratik Ramanbhai Patel (DIN: 03400602), who was appointed as an Additional Director be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Directors be and are hereby severally authorized to file requisite e-form with the Registrar of Companies, as required in this connection."

6. **Appointment of Mr. Abdul Rauf Hai as a Director**

To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** Mr. Abdul Rauf Hai (DIN: 05343287), who was appointed as an Additional Director be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Directors be and are hereby severally authorized to file requisite e-form with the Registrar of Companies, as required in this connection."

7. **Loan and Investment by Company under Section 186:**

To consider and if thought fit, to pass with or without modifications the following resolutions as **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 186(2), 186(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, as may be amended from time to time, consent is hereby accorded to Directors of the company, are authorized to give any loan to any person, firm or body corporate; to give any guarantee or provide security in connection with a loan to any person, firm or body corporate; and to acquire by way of subscription, purchase or otherwise, the securities of anybody corporate, for a sum upto Rs. 50,00,00,000/- (Rupees Fifty Crore only) from time to time, notwithstanding that such loan/guarantee/security/investment or such loan / guarantee/security/investment together with the company's existing loan, guarantee, security and investment in all other bodies corporate and persons may be in excess of the 60% of its paid up capital, free reserves and securities premium or 100% of its free reserves and securities premium, whichever is more.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable in respect of the giving of loan/guarantee or providing security as aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary or desirable to give effect to this resolution."

By Order of the Board
For Skill Tree Consulting Private Limited

Piyush

Place: Ghaziabad
Date: 17.09.2020

Piyush Goel
Managing Director
DIN: 01492564
R/o KG-94, Kavi Nagar, Ghaziabad,
U.P. - 201001

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. Corporate members intending to participate in the meeting are requested to send a certified copy of the Board Resolution authorising their representative to participate on their behalf, at the Meeting.

3. The explanatory statement as required under section 102 of the Companies Act, 2013 is annexed hereto.

Skill Tree Consulting (P) Ltd

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 2

Ms. Shabnam Abdul Hai who was appointed as Additional Director of the Company on 30.07.2020 and is to vacate office on the date of ensuing Annual General Meeting.

The appointment of Ms. Shabnam Abdul Hai, as a Director of the Company is a statutory requirement and without her appointment, she may have to vacate the office as a Director.

Being eligible for appointment as Director of the Company, the consent of the shareholders for the same is required, for which the Board recommends to them to pass the resolution as set out in the Notice.

None of the Director except Ms. Shabnam Abdul Hai is concerned or interested in the said resolution.

Item No. 3

Mr. Shiv Kumar Thakur who was appointed as Additional Director of the Company on 21.07.2020 and is to vacate office on the date of ensuing Annual General Meeting.

The appointment of Mr. Shiv Kumar Thakur, as a Director of the Company is a statutory requirement and without his appointment, He may have to vacate the office as a Director.

Being eligible for appointment as Director of the Company, the consent of the shareholders for the same is required, for which the Board recommends to them to pass the resolution as set out in the Notice.

None of the Director except Mr. Shiv Kumar Thakur is concerned or interested in the said resolution.

Item No. 4

Mr. Shuvradip Sengupta who was appointed as Additional Director of the Company on 21.07.2020 and is to vacate office on the date of ensuing Annual General Meeting.

The appointment of Mr. Shuvradip Sengupta, as a Director of the Company is a statutory requirement and without his appointment, He may have to vacate the office as a Director.

Being eligible for appointment as Director of the Company, the consent of the shareholders for the same is required, for which the Board recommends to them to pass the resolution as set out in the Notice.

None of the Director except Mr. Shuvradip Sengupta is concerned or interested in the said resolution.

Item No. 5

Mr. Pratik Ramanbhai Patel who was appointed as Additional Director of the Company on 21.07.2020 and is to vacate office on the date of ensuing Annual General Meeting.

The appointment of Mr. Pratik Ramanbhai Patel, as a Director of the Company is a statutory requirement and without his appointment, He may have to vacate the office as a Director.

Being eligible for appointment as Director of the Company, the consent of the shareholders for the same is required, for which the Board recommends to them to pass the resolution as set out in the Notice.

None of the Director except Mr. Pratik Ramanbhai Patel is concerned or interested in the said resolution.

Item No. 6

Mr. Abdul Rauf Hai who was appointed as Additional Director of the Company on 21.07.2020 and is to vacate office on the date of ensuing Annual General Meeting.

The appointment of Mr. Abdul Rauf Hai, as a Director of the Company is a statutory requirement and without his appointment, He may have to vacate the office as a Director.

Being eligible for appointment as Director of the Company, the consent of the shareholders for the same is required, for which the Board recommends to them to pass the resolution as set out in the Notice.

None of the Director except Mr. Abdul Rauf Hai is concerned or interested in the said resolution.

Item No. 7

The Companies Act, 2013 has put certain restrictions on exercising the lending / investment powers by the Company, which is read as no company shall directly or indirectly give any loan to any person or body corporate; to give any guarantee or provide security in connection with a loan to any other body corporate or person; and to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate exceeding 60% of its paid up capital, free reserves and securities premium or 100% of its free reserves and securities premium, whichever is more. Where such giving of loan, or guarantee or providing any security or acquisition of investment exceeds the limits specified in section 186(2), prior approval by means of a special resolution passed at a general meeting is required.

In future also company may have to lend or provide guarantee or investment in other business(es). Accordingly it is proposed to seek member's approval by way of special resolution for giving of loan, or guarantee or providing any security or acquisition of investment together with the existing loan / guarantee / security / investment of the Company upto the limit of Rs. 50,00,00,000/- (Rupees Fifty Crore only).

Skill Tree Consulting (P) Ltd

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The Directors of the Company are concerned or interested in the abovesaid resolution to the extent and proportion of shareholding they have.

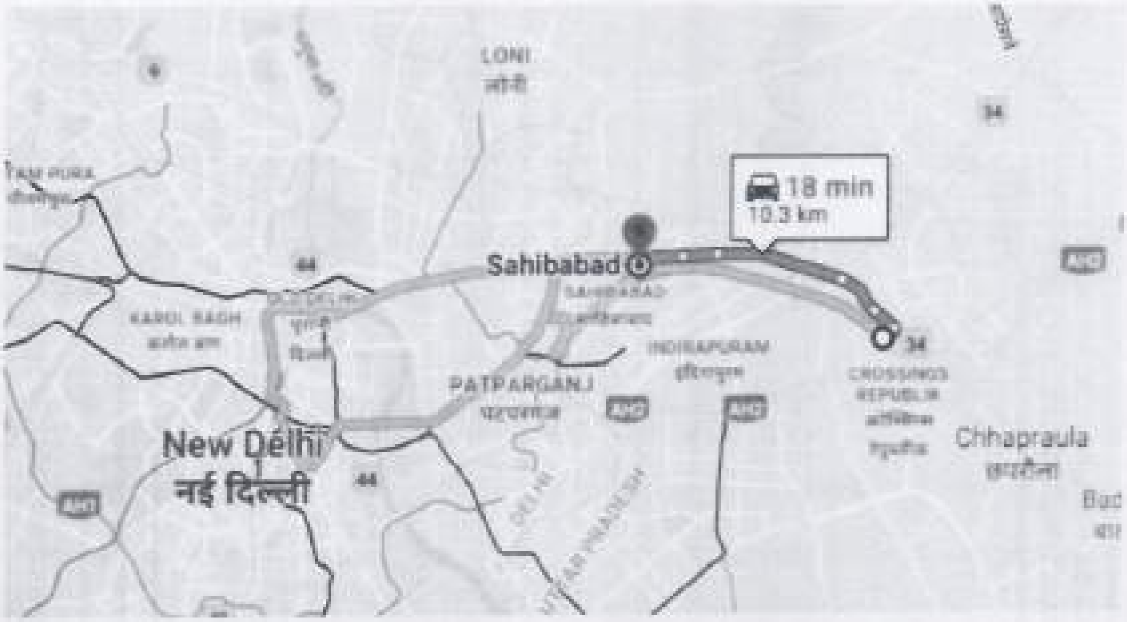
The Board recommends the resolution for member's approval by Special Resolution.

By Order of the Board
For Skill Tree Consulting Private Limited

Place: Ghaziabad
Date: 17.09.2020

Piyush Goel
Managing Director
DIN: 01492564
R/o KG-94, Kavi Nagar, Ghaziabad,
U.P. - 201001

ROUTE MAP TO THE VENUE OF AGM



Skill Tree Consulting (P) Ltd

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ATTENDANCE SLIP

10th ANNUAL GENERAL MEETING

(To be handed over at the time of the Meeting)

Full name of the Member (In BLOCK LETTERS) ______________________________

Regd. Folio No. ______________________________

No. of shares held ______________________________

Full name of Proxy (In BLOCK LETTERS) ______________________________

I / We hereby record my / our presence at the 10th Annual General Meeting of the Company on Monday, the 12th October, 2020 at 10.30. a.m. at B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh – 201010, India.

____
Signature of the member(s) or
Proxy/proxies present

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: U80904UP2011PTC043603

Name of the Company: Skill Tree Consulting Private Limited
Registered Office: B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh - 201010, India.

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 Skill Tree Consulting Private Limited, hereby appoint:

1. Name:
Address:

E-mail Id:
Signature: ……………,

or failing him/her

2. Name:
Address:

E-mail Id:
Signature: ……………,

or failing him/her

3. 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 10th Annual General Meeting of the Company, to be held on Monday, the 12th October, 2020 at 10.30. a.m. at B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh – 201010, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Skill Tree Consulting (P) Ltd

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Resolution No	Resolution
ORDINARY BUSINESS:	
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, together with the Reports of the Board of Directors and Auditors thereon
SPECIAL BUSINESS:	
2 (i)	Appointment of Mrs. Shabnam Hai (DIN: 08807009) as the Director of the Company.
2(ii)	Appointment of Mr. Shiv Kumar Thakur (DIN: 01823104) as the Director of the Company.
2(iii)	Appointment of Mr. Shuvradip Sengupta (DIN: 02242834) as the Director of the Company.
2(Iv)	Appointment of Mr. Pratik R. Patel (DIN: 03400602) as the Director of the Company
2(v)	Appointment of Mr. Abdul R. Hai (DIN: 05343287) as the Director of the Company.
2(vi)	Loan and Investment by Company under Section 186

Signed this....... Day of........... 2020

Affix Revenue Stamp

Signature of member(s):

Signature of Proxy holder(s):

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.

Skill Tree Consulting (P) Ltd

Empowering People with Skills

Board's Report

To,
The Members,
Skill Tree Consulting Private Limited
Ghaziabad

Your Directors have pleasure in presenting herewith their 10th Annual Report on the business and operation of the Company together with the Audited Financial Statements of Accounts of the Company for the financial year ended as on 31st March, 2020.

1. Financial Highlights

Amount in Rs.

Particulars	*2019-20*	*2018-19*
Income for the year	20,37,44,299	20,57,39,347
Expenditure for the year	20,10,04,895	20,07,09,739
Profit or (Loss) before Tax	27,39,404	50,29,607
Less: Tax (including deferred tax)	2,82,426	2,72,482
Profit or (Loss) After Tax	24,56,978	47,57,125

2. State Of Company's Affairs

During the financial year 2019-20, the Company has total Income of Rs. 20,37,44,299/- and have earned a profit after tax of Rs. 24,56,978/-.

3. Change in Nature of Business, if any

The Company has no diversification in business during the financial year.

4. Material Changes and Commitments

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate on the date of this report

5. Dividend

No Dividend was declared for the current financial year.

6. Transfer to Reserves in Terms of Section 134(3) (j) of the Companies Act, 2013

For the financial year ended 31st March, 2020, the Company is not transferring any profit portion to General Reserve Account.

Corporate & Regd. office : 214, Tower B, Pacific Business Park, Site-IV, Sahibabad Ind. Area, Ghaziabad-201010 (U.P.) INDIA
Tel : +91-120-4243992, Fax: +91-120-4370195, CIN No. U80904UP2011PTC043803
Website: www.skilltree.org.in

7. **Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

There was no unpaid/unclaimed Dividend pending to be transferred to Investor Education and Protection Fund.

8. **Constitution of Board & Key Managerial Personnel**

The details of Board of Directors & Key Managerial Personnel during the financial year 2019-20 are as follows:

S. No.	*DIN*	*Name of Director*	*Designation*	*Date of Appointment*	*Date of Resignation*
1	01492564	Mr. Piyush Goel	Managing Director	17/02/2011	--
2	03409118	Mr. Monicca Goel	Director	20/12/2018	21/07/2020
3	01823104	Mr. Shiv Kumar Thakur	Additional Director	21/07/2020	--
4	02242834	Mr. Shuvradip Sengupta	Additional Director	21/07/2020	--
5	03400602	Mr. Pratik Ramanbhai Patel	Additional Director	21/07/2020	--
6	05343287	Mr. Abdul Rauf Hai	Additional Director	21/07/2020	--
7	08807009	Mr. Shabnam Abdul Hai	Additional Director	30/07/2020	--

Provision of appointment of independent director as per Companies Act, 2013 and Rules made thereunder is not applicable on the company.

9. **Board Committee**

The company has no Board Committee; Since provision of Constitution of Board Committee as per Companies Act, 2013 viz; Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, etc is not applicable to our Company.

10. **Details of Policy Developed and Implemented by the Company on its Corporate Social Responsibility Initiatives**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable on the Company during the financial year.

11. **Particulars of Employees**

The Company has no employee drawing gross remuneration 102 Lac per annum during the financial year 2019-20 or gross monthly remuneration for part of Financial Year 2019-20 as prescribed in Rule 5(2) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any amendment from time to time.

12. **Meetings of the Board of Directors & General Meeting**

During the Financial Year 2019-20, the Company held following Board meetings of the Board of Directors as per Section 173 of the Companies Act, 2013.

S.N.	Date of Meeting	Board Strength	No. of Directors Present
1.	29/06/2019	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel
2.	12/07/2019	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel
3.	04/09/2019	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel
4.	21/10/2019	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel
5.	02/11/2019	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel
6.	17/02/2020	Mr. Piyush Goel Ms. Monicca Goel	Mr. Piyush Goel Ms. Monicca Goel

The Company held Following General Meetings of the Members under Companies Act, 2013.

S.N.	Nature of Meeting	Date of Meeting	Members Strength	Members Present	Shareholding of Present Members
1	AGM	30/09/2019	5	2	47.68%

13. **Directors' Responsibility Statement**

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

14. **Internal Financial control**

The Company has adopted adequate and effective internal financial control measures. During the year, such controls were tested and no material weaknesses in the design or operation were observed by the Board.

15. **Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

No such order is passed by courts or tribunals against the company which affects the status of the company and company's operations in future.

16. **Statutory Auditors**

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, M/s S. Kumar Goel & Co. [Firm Regn. No: 005275C], Chartered Accountants, were appointed as statutory auditors of the Company from the conclusion of the 9th Annual General Meeting (AGM) of the Company held on September 30th, 2019 till the conclusion of the 14th annual general meeting (AGM) to be held for the financial year 2023-24.

17. **Auditors' Report**

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

18. **Cost Audit**

The provisions relating to appointment of Cost Auditor & submission of Cost Audit Report in not applicable to the Company.

19. **Secretarial Audit Report**

The provisions relating to submission of Secretarial Audit Report in not applicable to the Company.

20. **Internal Audit & Controls**

The provisions relating to appointment of Internal Auditor is not applicable to the Company. However the Internal Control system is adequate.

21. **Details in respect of frauds reported by auditors under sub-section (12) of Section 143 other than those which are reportable to the Central Government**

The auditor has not reported any fraud(s) under sub-section (12) of the Section 143 of the Companies Act, 2013.

22. **Risk Management**

Since Our Organization being Small Size Company, The Board of Directors has quarterly basis system of reviewing, assessment & appraisal of market risk, financial risk, operational risk, environment risk & other risk factors affecting business of the Company to enable identification, frame & implementation of proper risk management plan. As per perception & business experience of your Directors, our Company does not have elements of risks threatening Organization's human, physical & financial assets.

23. **Disclosure of Composition of Audit Committee and Providing Vigil Mechanism**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

24. **Loans, Guarantees and Investments**

There were no loans, guarantees and investments in legal compliance of Section 186 of the Companies Act, 2013 during the financial year ended as on 31st March 2020.

25. **Conservation Of Energy, Technology Absorption and Foreign Exchange Outgo:**

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

There is no foreign exchange earnings and outgo during the year under review.

26. Deposits

During the financial year, the company has not accepted any deposits.

However, the company has amount accepted from Directors of the Company, which is exempt from the definition of deposit, the status as on 31.03.2020 is mentioned below:

S. No.	***Name***	***Designation***	***Amount in Rs.***
1.	Global Trading Enterprise (Firm in which Ms. Monicca Goel, Director is a Proprietor)	Director	45,87,235

27. Share Capital

The company has not taken corporate action in connection with share capital of the company during the financial year as given hereunder:

(a) Shares with differential voting rights
(b) Sweat Equity Shares
(c) Bonus Shares
(d) Employee Stock Option Scheme/plan & ESOP Shares
(e) Buyback of shares

28. Subsidiaries, Joint- Ventures & Associate Companies

Company does not have any Subsidiary, Joint venture or Associate Company.

29. Related Parties Transactions

There are no disclosures of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso.

Suitable disclosures of transactions with related parties as required under AS-18 have been made in Note 7 of the Notes on financial statements.

The Company has paid remuneration of Rs.1800,000/- to Mr. Piyush Goel, Managing Director of the Company.

30. Extract of Annual Return

The Extract of Annual Return as prescribed in Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 in Form **MGT-9** is annexed herewith as **Annexure: I**

31. **Safe & Conducive Workplace**

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

32. **Details of statement indicating manner in which formal annual evaluation made by Board of its performance and of its commitments and Individual directors.**

No such statement is required to be given as Company is a Private Limited Company/Small Company and provisions of section 134(3) of Companies Act, 2013 are not applicable with regard to this point.

33. **Disclosure on Appointment and remuneration of Managerial Personnel's**

The information Related to appointment and remuneration of Managerial Personnel is given in Form **MGT-9** is annexed herewith as **Annexure: I.**

34. **Compliance with Secretarial Standards**

During the financial year 2019-2020, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India with respect to board and general meetings.

35. **Acknowledgement**

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

By Order of the Board
For Skill Tree Consulting Private Limited

Piyush

Place: Ghaziabad	Piyush Goel	Abdul Rauf Hai
Date: 17.09.2020	**Managing Director**	**Director**
	DIN: 01492564	DIN: 05343287
	R/o KG-94, Kavi Nagar,	274/2176, Opp. Vibgyor
	Ghaziabad, UP - 201001	School, Motilal Nagar,
		Goregaon West,
		Mumbai - 400104

CERTIFIED TRUE COPY
For **SKILL TREE CONSULTING PRIVATE LIMITED**

PRATIK R. PATEL
ADDITIONAL DIRECTOR
DIN: 05343287

SKILL TREE CONSULTING PRIVATE LIMITED
Regd. Off.: B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area, Ghaziabad, UP - 201010
CIN: U80904UP2011PTC043603; Tel: 0120-43775600; Email ID: accounts@skilltree.org.in

Annexure-I

FORM MGT-9
EXTRACT OF ANNUAL RETURN
[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	U80904UP2011PTC043603
2.	Registration Date	17/02/2011
3.	Name of the Company	Skill Tree Consulting Private Limited
4.	Category/Sub-category of the Company	Indian Non-Government Company
5.	Address of the Registered office & contact details	B-214, 2nd Floor, Pacific Business Park, 37/1, Site-4, Sahibabad Industrial Area Ghaziabad - 201010
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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	Technical and vocational secondary education	8522	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and address of the Company	CIN/GIN	Holding/ Subsidiary/ Associate	% share-holding	Applicable Section
--	--	--	--	--	--

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	--	13,10,000	1,310,000	86.75	--	13,10,000	1,310,000	86.75	NIL
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--

e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
Sub-total (A) (1):-	--	13,10,000	1,310,000	86.75	--	13,10,000	1,310,000	86.75	NIL
(2) Foreign									
a) NRIs-Individuals	--	--	--	--	--	--	--	--	--
b) Other Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any other	--	--	--	--	--	--	--	--	--
Sub-total (A) (2):-	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)(1)+ (A)(2)	--	**13,10,000**	**1,310,000**	**86.75**	--	**13,10,000**	**1,310,000**	**86.75**	**NIL**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	--	2,00,000	2,00,000	13.25	--	2,00,000	2,00,000	13.25	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	--	--	--	--	--	--	--	--	--
Non Resident Indians	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies - D R	--	--	--	--	--	--	--	--	--

Sub-total (B)(2):-	--	**2,00,000**	**2,00,000**	**13.25**	--	**2,00,000**	**2,00,000**	**13.25**	**NIL**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	--								
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	**15,10,000**	**15,10,000**	**100**	--	**15,10,000**	**15,10,000**	**100**	**NIL**

B. Shareholding of Promoter-

S. NO	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	Satish Chandra Goel	5,90,000	39.07%	NIL	--	--	--	(39.07)%
2	Piyush Goel	3,65,000	24.17%	NIL	9,55,000	63.24%	NIL	39.07%
3	Monica Goel	3,55,000	23.51%	NIL	3,55,000	23.51%	NIL	--

C. Change in Promoters' Shareholding including (please specify, if there is no change)

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Reason for Change
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
At the beginning of the year	13,10,000	86.75%	13,10,000	86.75%	-
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	5,90,000-5,90,000	--	5,90,000-5,90,000	--	Transmission of Shares
At the end of the year	13,10,000	86.75%	13,10,000	86.75%	-

D. Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of Top 10 Shareholders	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	Mr. Anurag Gupta	1,00,000	6.63%	1,00,000	6.63%
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus/ sweat equity, etc):	Nil	Nil	No Change	Nil
	At the End of the year (or on the date of separation, if separation, if separated during the year)	Nil	Nil	1,00,000	6.63%
	Mr. Vijay Aggarwal	1,00,000	6.63%	1,00,000	6.63%
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase /	Nil	Nil	No Change	Nil

	decrease (e.g. allotment/ transfer/ bonus/ sweat equity, etc):				
	At the End of the year (or on the date of separation, if separation, if separated during the year)	Nil	Nil	1,00,000	6.63%

E. Shareholding of Directors and Key Managerial Personnel (please specify, if there is no change)

Sr. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of Directors and KMP	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	Piysuh Goel	3,65,000	24.17%	3,65,000	24.17%
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus/ sweat equity, etc):	Nil	Nil	Due to Transmission of shares	Nil
	At the End of the year	Nil	Nil	9,55,000	63.24%
2.	Monicca Goel	3,55,000	23.51%	3,55,000	23.51%
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus/ sweat equity, etc):	Nil	Nil	Nil	Nil
	At the End of the year	Nil	Nil	3,55,000	23.51%

V. INDEBTEDNESS

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,50,00,000	73,34,264	--	5,23,34,264
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**4,50,00,000**	**73,34,264**	--	**5,23,34,264**
Change in Indebtedness during the financial year				
* Addition	--	10,53,208	--	10,53,208
* Reduction	12,50,000	--	--	12,50,000
Net Change	--	--	--	**1,96,792**

Indebtedness at the end of the financial year				
i) Principal Amount	4,37,50,000	83,87,472	--	5,21,37,472
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	**4,37,50,000**	**83,87,472**	--	**5,21,37,472**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-2303208

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Piyush Goel (Managing Director)		
1	Gross salary	18,00,000	--	**18,00,000**
	(a) section 17(1) of the Salary as per provisions contained in Income-tax Act, 1961	--	--	--
	(b) Value of perquisites u/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 (A)	**18,00,000**	--	**18,00,000**
	Ceiling as per the Act	--	--	--

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
		--	--	--
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	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	--	--	--

	(b) Value of perquisites u/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	--	--	--	--

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	--	--	--	--	--

By Order of the Board
For Skill Tree Consulting Private Limited

Place: Ghaziabad
Date: 17.09.2020

Piyush Goel
Managing Director
DIN: 01492564
R/o KG-94, Kavi Nagar,
Ghaziabad, UP - 201001

Abdul Rauf Hai
Director
DIN: 05343287
274/2176, Opp. Vibgyor
School, Motilal Nagar,
Goregaon West,
Mumbai - 400104

S.KUMAR GOEL & CO.
CHARTERED ACOUNTANTS

KF/E-8 , NEAR F BLOCK MARKET
KAVINAGAR
GHAZIABAD-201001
UTTAR PRADESH
Ph. 0120-4372247,
9810579001,9810091324

INDEPENDENT AUDITORS' REPORT

To the Members of SKILL TREE CONSULTING PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Skill Tree Consulting Private Limited** ('the company'), which comprise the balance sheet as at 31 March 2020, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows and 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 of the financial statement in accordance with the Standards on Auditing issued by ICAI as 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 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. An audit also includes evaluating the appropriateness of 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 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 2020 and its profit and its cash flows statement 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 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters Specified in the paragraph 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss and the cash flow statement in equity dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act;

(f) with respect to the adequacy of the internal financial controls 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. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

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

for **S. KUMAR GOEL & CO.**
Chartered Accountants
Firm's registration number: 005275C

SUNIL KUMAR GOEL
Partner
Membership number: 087320

Place: Ghaziabad
Date: 17/09/2020
UDIN : 20087320AAAAFT2365

S.KUMAR GOEL & CO.
CHARTERED ACOUNTANTS

KF/E-8 , NEAR F BLOCK MARKET
KAVINAGAR
GHAZIABAD-201001
UTTAR PRADESH
Ph. 0120-4372247,
9810579001,9810091324

Annexure A referred to in our Independent Auditor's Report

(Referred to in Paragraph (1) under "Report on other legal and regulatory requirements" section of our report of even date)

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) During the year, all the fixed assets were physically verified by the management. In our opinion, frequency of such verification is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any immovable property. Therefore, the question of reporting under these sub-clauses does not arise.

ii. The company does not deal in trading of any material.It is a service providing company. Hence no Inventory has been maintained by the company.Accordingly, paragraph 3(ii) of the Order is not applicable.

iii. The Company has not granted any loans to body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the act').

(a) In our opinion, the rate of interest and other terms and conditions on which the loans has been granted to the bodies corporate listed in the register maintained under

Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.

(b) In the case of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act, the borrowed have been regular in the payment of the principal and interest as stipulated.

(c) There are no overdue amounts in respect of the loan granted to a body corporate listed in the register maintained under section 189 of the Act.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provision of section 185 and 186 of the act, with respect to the loans and investments made.

v. The Company has not accepted deposits from the public and therefore, the provisions contained in section 73 to 76 of the act and the companies(Acceptance of deposits) Rules 2014 (as amended)Accordingly the provision of clause 3(v) of the order are not applicable to the Company. We are informed by the management that no order has been passed by Company Law Board or Notional Company Law Tribunal or Reserved Bank of India or any court or any other Tribunal in this regard.

vi. The provisions of section 148(1) of the Act, relating to maintenance of cost records are not applicable to the company .

vii. (a) The Company has been generally regular in depositing with appropriate authorities undisputed statutory dues such as provident fund, employees state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it.

(b) No undisputed statutory dues payable were in arrears as at March 31, 2020 for a Period of more than six months from the date they became payable;

(c) There are no disputed statutory dues pending with any authority.

viii. The company has raised loan from banks and in our opinion and according to the explanation and information provided by the management, there are no default by the company regarding repayment of dues to bank.

ix. The Company has not raised money by way of initial public offer or further public offer (including debt instruments). in our opinion and according to the explanation and information provided by the management, the company has utilized the money raised by the term loans for the purpose for which they are raised.

x. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices followed in India and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

xi. The Company being a private limited company, provisions of section 197 read with schedule V to the Companies Act 2013 are not applicable. Accordingly, paragraph 3(xii) of the Order regarding payment of managerial remuneration is not applicable to the Company.

xii. The Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

xiii. According to the explanation and information provided by the management no transaction has been entered with related party under section 188 of the act. The company being a Private Ltd. Company, hence, provisions of section 177 of the act are not applicable. Accordingly, paragraph 3(xiii) of the Order is not applicable to the Company.

xiv. According to the explanation and information provided by the management, and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.

xv. According to the explanation and information provided by the management, the Company has not entered into non-cash transaction with directors. We have been informed that no such transactions have been entered into with persons connected with directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

xvi. According to the explanation and information provided by the management to us, the Company is not a NBFC. Therefore, paragraph 3(xvi) of the Order is not applicable to the Company regarding registration under section 45-IA of Reserve Bank of India Act, 1934.

for **S. KUMAR GOEL & CO.**
Chartered Accountants
Firm's registration number: 005275C

SUNIL KUMAR GOEL
Partner
Membership number: 087320

Place: Ghaziabad
Date: 17/09/2020
UDIN 20087320AAAAFT2365

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CHARTERED ACOUNTANTS

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ANNEXURE – B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Skill Tree Consulting Private Limited** ("the Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). 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.

Auditor's 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 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 judgment, 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

In our opinion, to the best of our information and according to the explaination 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 31 March 2020, 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 **S. KUMAR GOEL & CO.**
Chartered Accountants
Firm's registration number: 005275C

SUNIL KUMAR GOEL
Partner
Membership number: 087320

Place: Ghaziabad
Date: 17/09/2020
UDIN : **20087320AAAAFT2365**

SKILL TREE CONSULTING (P) LTD.

K G- 94, KAVI NAGAR, GHAZIABAD

BALANCE SHEET AS AT 31ST MARCH, 2020

Particulars	Sch. No.	As at 31 March 2020	As at 31 March 2019
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	1,51,00,000	1,51,00,000
(b) Reserves and Surplus	2	(43,20,834)	(67,77,812)
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	3	4,88,51,333	5,22,34,264
(3) Current Liabilities			
(a) Short-Term Borrowings	4	32,86,139	1,00,000
(b) Trade Payables	5	2,75,772	3,30,245
(c) Other Current Liabilities	6	6,76,25,583	6,57,16,791
(d) Short-Term Provisions	7	11,95,975	11,95,975
Total Equity & Liabilities		**13,20,13,968**	**12,78,99,462**
II.ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	8		
(i) Tangible Assets		49,49,779	24,93,994
(ii) Intangible Assets		81,826	90,153
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		17,81,341	16,94,262
(d) Long term loans and advances	9	5,22,928	19,25,000
(2) Current Assets			
(a) Current investments	10	11,47,752	10,82,307
(b) Trade receivables	11	10,93,96,975	10,13,61,758
(c) Cash and cash equivalents	12	1,11,903	20,88,587
(d) Short-term loans and advances	13	1,40,21,463	1,71,63,400
Total Assets		**13,20,13,968**	**12,78,99,462**
NOTES TO ACCOUNTS	20		

Schedules referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

FOR S KUMAR GOEL & CO.
CHARTERED ACCOUNTANTS

Ghaziabad

(CA. SUNIL KUMAR GOEL)
PARTNER

Membership No. : 087320
Firm Reg. No.: 005275C

FOR SKILL TREE CONSULTING (P) LTD.

For Skill Tree Consulting (P) Ltd.

Piyush

Director

PIYUSH GOEL
DIRECTOR

For Skill Tree Consulting (P) Ltd.

Director

ABDUL RAUF
DIRECTOR

PLACE: GHAZIABAD
DATED: 17/09/2020

SKILL TREE CONSULTING (P) LTD.

K G- 94, KAVI NAGAR, GHAZIABAD

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2020

Sr. No	Particulars	Sch. No.	For the year ended 31 March 2020	For the year ended 31 March 2019
I	Revenue from operations	14	20,30,32,047	20,48,15,264
	Less : Central Excise Duty		-	-
	Revenue from oprations (Net)		20,30,32,047	20,48,15,264
II	Other Income	15	7,12,252	9,24,083
III	*III. Total Revenue (I +II)*		**20,37,44,299**	**20,57,39,347**
IV	*Expenses:*			
	Employee Benefit Expense	16	1,35,26,410	1,14,30,979
	Financial Costs	17	32,54,000	34,15,732
	Depreciation and Amortization Expense	18	20,68,757	11,44,198
	Other Administrative Expenses	19	18,21,55,728	18,47,18,830
	Total Expenses (IV)		**20,10,04,895**	**20,07,09,739**
V	**Profit before tax**	(III - IV)	**27,39,404**	**50,29,607**
VI	*Tax expense:*			
	(1) Current tax		3,69,505	-
	(2) Deferred tax		(87,079)	2,72,482
VII	**Profit after tax (XI + XIV)**	(V-VI)	**24,56,978**	**47,57,125**
XVI	**Earning per equity share**			
	(1) Basic		1.63	3.15
	(2) Diluted		1.63	3.15

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

FOR S KUMAR GOEL & CO.
CHARTERED ACCOUNTANTS

S. Kumar Goel & Co.

(CA. SUNIL KUMAR GOEL)
PARTNER

Membership No. : 087320
Firm Reg. No.: 005275C

FOR SKILL TREE CONSULTING (P) LTD.

For Skill Tree Consulting (P) Ltd.

Piyush

Director

PIYUSH GOEL
DIRECTOR

For Skill Tree Consulting (P) Ltd.

Director

ABDUL RAUF HAI
DIRECTOR

PLACE: GHAZIABAD
DATED: 17/09/2020

SKILL TREE CONSULTING (P) LTD.
Cash Flow Statement as at 31st March, 2020

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
	(₹)	(₹)
Cash Flows from Operating Activities		
Net Profit After Tax	24,56,978	47,57,125
Adjustments for :		
Depreciation	20,68,757	11,44,198
(Profit)/Loss on Sale of Assets	(12,373)	-
Interest & Finance Charges	32,54,000	34,15,732
Interest on Fixed Deposits	(6,99,879)	(9,24,083)
Deffered tax	(87,079)	2,72,482
Operating Profit before Working Capital Changes	**69,80,405**	**86,65,455**
Adjustments for :		
Increase/(Decrease) in Payables	(54,473)	(7,57,003)
Decrease/(Increase) in Short term borrowing	31,86,139	(2,17,134)
Increase/(Decrease) in other current Liability	19,08,792	2,44,19,705
Decrease/(Increase) in trade receivable	(80,35,217)	(3,67,04,568)
Decrease/(Increase) in loans and advance	31,41,937	20,908
Decrease/(Increase) in other current Assets	14,02,072	-
Net Cash from Operating Activities	**85,29,656**	**(45,72,637)**
Cash Flows from Investing Activities		
Purchase of Fixed Assets	(48,28,842)	(7,81,950)
Proceeds from Sale of Fixed Assets	3,25,000	-
Interest Received	6,99,879	9,24,083
Net Cash from Investing Activities	**(38,03,963)**	**1,42,133**
Cash Flows from Financing Activities		
Repayment of Long Term Borrowings	(33,82,931)	-
Proceeds from Short Term Borrowings		7,17,365
Purchase of Current Investment	(65,445)	(61,337)
Repayment of Long Term Loans & Advances		(2,32,050)
Interest Paid	(32,54,000)	(34,15,732)
Net Cash Used in Financing Activities	**(67,02,376)**	**(29,91,753)**
Net Increase in Cash & Cash Equivalents	**(19,76,683)**	**(74,22,258)**
Cash & Cash Equivalents at Beginning of Measurement period	20,88,587	95,10,845
Cash & Cash Equivalents at End of Measurement period	**1,11,903**	**20,88,587**

This is the statement of Cash Flow referred to in our Report of even date.

FOR S KUMAR GOEL & CO.
CHARTERED ACCOUNTANTS

Ghaziabad

(CA. SUNIL KUMAR GOEL)
PARTNER

Membership No. : 087320
Firm Reg. No.: 005275C

FOR SKILL TREE CONSULTING (P) LTD.

For Skill Tree Consulting (P) Ltd.
Piyush
Director

For Skill Tree Consulting (P) Ltd.
Director

PIYUSH GOEL
DIRECTOR

ABDUL RAUF HAI
DIRECTOR

PLACE: GHAZIABAD
DATED: 17/09/2020

SKILL TREE CONSULTING (P) LTD

Schedules Forming Integral Part of the Balance Sheet as at 31St MARCH, 2020

Schedule : 1 Share Capital

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	AUTHORIZED CAPITAL		
	15,50,000 Equity Shares of ₹ 10/- each	1,55,00,000	1,55,00,000
		1,55,00,000	1,55,00,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL		
	To the Subscribers of the Memorandum		
	15,10,000 Equity Shares of ₹ 10/- each fully	1,51,00,000	1,51,00,000
	Total in ₹	1,51,00,000	1,51,00,000

Reconciliation of share capital at the beginning and close of the accounting period ended 31st Mar 2020 :

Particulars	As at 31 March 2020		As at 31 March 2019	
	Equity Shares		Equity Shares	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	15,10,000	1,51,00,000	15,10,000	1,51,00,000
Shares Issued during the period	-	-	-	-
Shares outstanding at the end of the period	15,10,000	1,51,00,000	15,10,000	1,51,00,000

Details of shares in the company held by each shareholder holding more than 5% of shares is as under :-

S.NO	Name of the Shareholder	No. of Shares As at 31.03.20	%	No. of Shares As at 31.03.19	%
1	Piyush Goel	9,55,000	63.25	3,65,000	24.17
2	Monica Goel	3,55,000	23.51	3,55,000	23.51
3	Anurag Gupta	1,00,000	6.62	1,00,000	6.62
4	S.C. Goel	0	-	5,90,000	39.07
5	Vijay Aggarwal	1,00,000	6.62	1,00,000	6.62

Schedule : 2 Reserve & Surplus

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Balance brought forward from previous year	(67,77,812)	(1,15,34,938)
2	Less: Depriciation Adjusted	-	-
3	Add: Profit for the period	24,56,978	47,57,125
	Total in ₹	(43,20,834)	(67,77,812)

Schedule : 3 Long Term Borrowings

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Term Loan		
	- From Other Parties	4,37,50,000	4,50,00,000
2	Loans & Advances From Related Parties	45,87,235	32,50,000
3	Loans From Directors	-	18,00,000
4	Other Loans & Advances	5,14,098	21,84,264
	Total in ₹	4,88,51,333	5,22,34,264

Loan from Director and Related Party has been taken on Long Term Basis without interest

Schedule : 4 Short Term Borrowings

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Deposits	1,00,000	1,00,000
2	Others	31,86,139	-
	Total in ₹	32,86,139	1,00,000

Schedule : 5 Trades Payable

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Sundry Creditors for Services	2,75,772	3,30,245
	Total in ₹	2,75,772	3,30,245

Schedule : 6 Other Current Liabilities

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	EPF Payable	5,81,534	12,593
2	ESI Payable	1,09,179	1,09,544
3	Expenses Payable	6,48,75,667	6,30,69,244
4	Interest Payable to NSDC	6,73,151	1,07,466
5	S. Kumar Goel & Co.	2,61,425	2,16,425
6	TDS Payable	11,24,607	21,11,519
	Total in ₹	6,76,25,563	6,57,16,791

Schedule : 7 Short Term Provisions

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Provision for expenses	11,95,975	11,95,975
	Total in ₹	11,95,975	11,95,975

Goel & Co. Ghaziabad Chartered Accountants

For Skill Tree Consulting.(P) Ltd.

Piyush

Director

For Skill Tree Consulting (P) Ltd.

Director

SKILL TREE CONSULTING (P) LTD

Schedules Forming Integral Part of the Balance Sheet as at 31st MARCH, 2020

Schedule : 9 Long Term Loans and Advances

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Security Deposit		
	a) Unsecured, Considered Good	5,22,928	19,25,000
	Total in ₹	5,22,928	19,25,000

Schedule :10 Current Investment

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Fixed Deposit with Bank	11,47,752	10,82,307
	Total in ₹	11,47,752	10,82,307

Schedule : 11 Trade Recievables

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Outstanding for more than six months		
	a) Unsecured, Considered Good	2,78,10,608	3,67,09,716
2	Others		
	a) Unsecured, Considered Good	8,15,86,367	6,46,52,042
	Total in ₹	10,93,96,975	10,13,61,758

Schedule : 12 Cash & Cash Equivalent

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Cash-in-Hand		
	Cash Balance	52,667	94,962
	Sub Total (A)	52,667	94,962
2	Bank Balance		
	Allahabad bank	2,462	10,584
	State Bank of Travancore	-	185
	PNB	6,615	8,879
	Bank of India	9,290	8
	IDBI Bank	17,774	5,19,260
	ICICI Bank	23,097	14,54,709
	Sub Total (B)	59,236	19,93,625
	Total in ₹ [A + B + C]	1,11,903	20,88,587

Schedule :13 Short Terms Loans and Advances

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Others		
2	Advance Income Tax/Refund	1,01,33,090	1,12,18,702
3	Prepaid Expenses	90,165	70,089
4	Advances to others	32,00,000	57,10,499
5	MAT Credit A.Y. 2020-21	1,01,608	-
6	MAT Credit A Y 2019-20	3,32,490	-
7	MAT Credit A Y 2018-19	1,64,110	1,64,110
	Total in ₹	1,40,21,463	1,71,63,400

S. Kumar Goel & Co. Chartered Accountants Ghaziabad

For Skill Tree Consulting (P) Ltd For Skill Tree Consulting (P) Ltd.

Director Director

SKILL TREE CONSULTING (P) LTD

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2020

Schedule : 14 Revenue from Operations

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Sale of Services	20,30,32,047	20,48,15,264
	Total in ₹	20,30,32,047	20,48,15,264

Schedule : 15 Other Income

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Interest on FDR	72,716	68,153
2	Interest on I Tax Refund	5,78,816	2,08,340
3	Interest on Unsecured loan	48,347	3,18,547
4	Intrest Income	-	2,67,909
5	Profit on sale of car	12,373	-
6	Rebate and discount	0	1,133
	Total in ₹	7,12,252	9,24,083

NOTE : 16 Employament Benefit Expenses

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Directors Remuneration	18,00,000	14,40,000
2	EPF employer's contribution	1,21,415	84,061
3	ESI employer's contribution	19,014	1,15,451
4	Recruitment Expenses	13,19,692	14,52,693
5	Salary to Staff	1,02,02,815	82,67,214
6	Staff Welfare	63,474	71,560
	Total in ₹	1,35,26,410	1,14,30,979

NOTE :17 Financial Cost

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Interest on Car Loan	2,53,659	8,486
2	Bank Charges	48,991	1,63,826
3	Interest on Loans	29,47,760	31,93,420
4	Loan processing fee	3,590	50,000
	Total in ₹	32,54,000	34,15,732

NOTE : 18 Depreciation & Amortised Cost

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Depreciation	20,68,757	11,44,196
	Total in ₹	20,68,757	11,44,196

NOTE : 19 Other Administrative Expenses

Sr. No	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Audit Fees	50,000	50,000
2	Advertisment Expenses	15,831	1,00,737
3	Application Fee	1,400	25,000
4	NewsPaper, Books and Periodicals	1,680	3,767
5	Business Promotion	92,902	2,96,694
6	Car Running & Maintenance	21,388	3,22,755
7	Commision & Brokerage	10,85,500	10,55,940
8	Computer Maintenance	52,493	55,421
9	Conveyance	5,43,212	6,14,087
10	Electricity Expenses	2,22,855	2,37,477
11	Examination Fees	38,800	56,000
12	Fee & Subscription	48,000	8,640
13	Festival celebration Expenses	-	81,183
14	Generator running expenses	-	13,068
15	Honararium fees	4,56,000	4,56,000
16	Insurance	17,301	32,836
17	Interest on TDS	74,260	52,805
18	Balnce written off	2,66,188	-
19	Lab Assistant charge	9,65,066	8,69,156
20	Legal & Professional Charges	30,69,696	15,34,453
21	Other Expenses	12,012	32,466
22	Office Expenses	4,62,743	6,00,476
23	Postage & Courier	12,937	25,059
24	Printing & stationery	62,211	97,675
25	Rent	6,22,000	9,11,925
26	Guest Lecture	4,33,470	17,57,493
27	Repair & Maintenance	1,79,543	2,52,481
28	Retainership fees	17,15,73,159	16,70,82,472
29	ROC filling charges	23,500	12,600
30	Donation	1,12,350	-
31	Telephone Expenses	2,02,689	2,10,943
32	Travelling Expenses	6,76,697	7,82,683
33	Training Expenses	2,76,474	3,32,080
34	Training Fees	-	51,45,200
35	Industry Visit	2,65,370	16,09,258
	Total in ₹	18,21,55,728	18,47,18,830

For Skill Tree Consulting (P) Ltd

Director

For Skill Tree Consulting (P) Ltd.

Director

SKILL TREE CONSULTING (P) LTD

Schedules Forming Integral Part of the Balance Sheet as at 31st MARCH, 2020

Schedule : 8 Property , Plant & Equipment

Sr. No	Particulars	Gross Block				Depreciation					Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Accelerated Dep as per Companies Act, 2013	Deduction during the year	Value at the end	WDV as on 31.03.2020	WDV as on 31.03.2019
I	**Tangible Assets**											
1	Land	-	-	-	-	-	-	-	-	-	-	-
2	Building	-	-	-	-	-	-	-	-	-	-	-
3	Plant & Equipment	-	-	-	-	-	-	-	-	-	-	-
4	Office Equipment											
	A/C CONDITIONER	55,711	-	-	55,711	52,926	-	-	-	52,926	2,785	2,785
	COFFEE MACHINE	1,561			1,561	1,484	-	-	-	1,484	78	78
	FAX MACHINE	8,982	-	-	8,982	8,533	-	-	-	8,533	449	449
	FINGER PRINT MACHINE	1,73,920	15,647	-	1,89,567	1,58,845	11,568	-	-	1,69,613	19,954	15,075
	INVERTER	28,937	-	-	28,937	27,489	-	-	-	27,489	1,448	1,448
	MICROWAVE	7,157	-	-	7,157	6,799	-	-	-	6,799	358	358
	PROJECTOR	58,231	-	-	58,231	55,320	-	-	-	55,320	2,911	2,911
	MOBILE	1,71,044	-	-	1,71,044	1,49,390	8,152	-	-	1,57,542	13,502	21,654
	GANESHA	66,331	-	-	66,331	63,014	-	-	-	63,014	3,317	3,317
	EPBAX	9,450	-	-	9,450	8,978	-	-	-	8,978	472	472
	UPS	39,541	-	-	39,541	32,309	2,504	-	-	34,813	4,728	7,232
	TRAINING EQUIPMENTS	3,12,966	-	-	3,12,966	2,74,240	13,249	-	-	2,87,489	25,477	38,726
	CONTENT WRITING	77,89,299	-	-	77,89,299	66,71,551	4,52,508	-	-	71,24,059	6,65,240	11,17,748
	EQUIPMENT	21,783	14,996	-	36,779	18,656	5,204	-	-	25,560	10,219	2,097
	BINDING MACHINE	7,800	-	-	7,800	4,595	1,444	-	-	6,039	1,761	3,205
	SCANNER	3,990	-		3,990	1,019	1,321			2,340	1,650	2,971
5	Furniture & Fixtures											
	FURNITURE AND FIXTURES	31,25,268	-	-	31,25,268	24,13,239	1,84,971	-	-	25,98,210	5,27,058	7,12,029
	REFRIGERATOR	10,409	-	-	10,409	8,953	341	-	-	9,294	1,115	1,456
	SMART BOARD	68,526	-	-	68,526	59,278	1,973	-	-	61,251	7,275	9,248
6	Electric Installation											
	CCTV CAMERA	60,015	-		60,015	38,495	5,874			44,369	15,646	21,520
	ELECTRICAL FURNITURE AND FITTINGS	1,89,874	-		1,89,874	1,58,512	8,215	-		1,66,727	23,147	31,362
7	Car	34,72,824	47,98,675	34,72,824	47,98,675	31,49,302	13,04,791	-	31,80,197	12,73,896	35,24,779	3,23,522
8	Computer	17,81,854	-		17,81,854	16,08,292	87,525			16,95,817	86,037	1,73,562
	SUB TOTAL (A)	1,74,35,463	48,28,642	34,72,824	1,87,91,281	1,39,41,487	20,60,430	-	31,80,197	1,28,21,720	59,69,561	34,93,996
II	**Intangible Assets**											
	Software	14,54,051	-	-	14,54,051	13,63,899	8,327	-	-	13,72,226	81,825	90,152
	SUB TOTAL (B)	14,54,051	-	-	14,54,051	13,63,899	8,327	-		13,72,226	81,825	90,152
	Total [A + B] (Current Year)	1,88,89,514	48,28,642	34,72,824	2,02,45,332	1,53,05,386	20,68,757	-	31,80,197	1,42,11,927	60,33,405	35,84,148
	Total [A + B] (Previous Year)	1,81,07,984	7,81,530	-	1,88,89,514	1,41,61,188	11,44,198	-	-	1,53,05,386	35,84,148	39,46,796

Chartered Accountants * S. Kumar Goel & Co. Ghaziabad

For Skill Tree Consulting (P) Ltd.

Piyush

Director

For Skill Tree Consulting (P) Ltd.

Director

SKILL TREE CONSULTING (P) LTD
A Y 2020-21

Schedule Of Fixed Assets As Per Income Tax Act ,1956

SL.NO.	PARTICULARS	OPENING AS ON 01-04-2019	ADDITIONS USED > 180 DAYS	ADDITIONS USED < 180 DAYS	SALES DURING THE YEAR	CLOSING AS ON 31-03-2020	DEPRECIATION	ADDITIONAL DEPRECIATION	W.D.V AS ON 31-03-2020
1	BLOCK A 15% P & M	46,97,990	47,98,679	-	3,25,000	91,71,669	13,75,750	-	77,95,919
2	BLOCK B 40% COMPUTER	1,42,195	-	-	-	1,42,195	56,878	-	85,317
3	BLOCK C 10% FURNITURE	29,81,915	30,163	-	-	30,12,078	3,01,208	-	27,10,870
	TOTAL	78,22,100	48,28,842	-	3,25,000	1,23,25,942	17,33,836	-	1,05,92,106

Kumar Goel & Co.
Ghaziabad
Chartered Accountants

For Skill Tree Consulting (P) Ltd.

Director

For Skill Tree Consulting (P) Ltd.

Director

SKILL TREE CONSULTING (P) LTD

Break-up of Schedule Items appearing in Balance Sheet as at 31st MARCH, 2020

A Car Loan From Bank

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	ICICI BANK CAR LOAN	31,98,139	-
	Total in ₹	31,98,139	-

B SECURED Loan

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	NSDC	4,37,50,000	4,50,00,000
	Total in ₹	4,37,50,000	4,50,00,000

C Loans & Advances From Related Parties

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	GLOBAL TRADING ENTERPRISE	45,87,235	32,50,000
	Total in ₹	45,87,235	32,50,000

D Loans From Directors

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	PIYUSH GOEL	-	18,00,000
	Total in ₹	-	18,00,000

E Unsecured Loan from others

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	FULLERTON INDIA CREDIT CO LTD	3,41,841	10,70,567
2	TATA CAPITAL FINANCIAL SERVICES LIMITED (BUSINESS LOAN)	1,72,257	11,13,697
	Total in ₹	5,14,098	21,84,264

F Advance to others

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	***-for Services:***		
	Ganpati Hitech Distributors Pvt Ltd	-	20,83,199
	Imprest A/C	-	2,46,800
	Raj Enterprises	12,00,000	12,00,000
	Advance against Salary	-	1,81,700
	Shri Ganpati enterprises	10,00,000	10,00,000
	V K V K Marketing Co Pvt Ltd	10,00,000	10,00,000
	Lord Buddha Vocational Training Center	-	-
	Total in ₹	32,00,000	57,10,499

G Advance Income Tax/ Refund Due

Sr. No	Particulars	As at 31 March 2020	As at 31 March 2019
1	Income Tax Refundable AY 19-20	50,98,068	54,30,558
2	Income Tax Refundable AY 18-19	-	57,88,144
3	Income Tax Refundable AY 20-21	50,35,022	-
	Total in ₹	1,01,33,090	1,12,18,702

H Trade Receivables:

Sr. No	Particulars		As at 31 March 2020	As at 31 March 2019
1	Outstanding for more than Six Months		2,78,10,608	3,67,09,716
		Total (a)	2,78,10,608	3,67,09,716
2	Outstanding for Less than Six Months		8,15,86,367	6,46,52,042
		Total (b)	8,15,86,367	6,46,52,042
	Total in ₹		10,93,96,975	10,13,61,758

I Security Deposits

Sr. No	Particulars		As at 31 March 2020	As at 31 March 2019
1	***Earnest Money Deposit*** (O/s less than Six Months)			
	RSLDC		2,55,000	2,55,000
	AICTE		50,000	50,000
	HSSPP		1,00,000	1,00,000
	ESSCI		10,000	10,000
		Sub-total (a)	4,15,000	4,15,000
2	***Security Deposit***			
	Security (Muzaffarnagar Centre)		-	8,20,000
	Security (Ghaziabad centre)		90,000	90,000
	Rajsthan council of secondary education		17,928	-
	Security (Global trading)		-	6,00,000
		Sub-total (b)	1,07,928	15,10,000
	Total in ₹		5,22,928	19,25,000

S. Kumar Goel & Associates Chartered Accountants Ghaziabad

For Skill Tree Consulting (P) Ltd.

Director

For Skill Tree Consulting (P) Ltd.

Director

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

Note No.: 20

A. Significant Accounting Policies

1. Basis of accounting:-

   These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

   The financial statements have been prepared under the historical cost convention on accrual basis.

   Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

2. Revenue Recognition :-

   Expenses and Income considered payable and receivable respectively are accounted for on accrual basis and recognized at the point of acknowledge by the customers except retirement benefits which cannot be determined with certainty during the year.

3. Fixed Assets :-

   Fixed assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

   Intangible Assets are stated at the consideration paid for acquisition of such assets i.e. cost less accumulated amortization and impairment. Intangible Assets are recorded for the expenditure which qualifies the recognition criteria set out in the AS-26 as notified under section 133 of the Companies Act, 2013 read with rules 7 of the Company (Accounts) Rules, 2014.

4. Depreciation :-

   Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (W.D.V.) method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

   No provision has been made in the book of account for the rate revised for depreciation on the bases

5. Investments :-

   Investments are stated at cost.

6. Inventories :-

For Skill Tree Consulting (P) Ltd. Director

For Skill Tree Consulting (P) Ltd. Director

Since it is a Service providing Company, so this clause is not applicable.

7. Miscellaneous Expenditure:-
   The Company has no Miscellaneous Expenditure to be amortized over a period of five years.

8. Retirement Benefits:-
   Short-term employee benefits are recognized as an expense and charged to the statement of profit and loss of the year in which related service is rendered. The liability for leave encashment is in the nature of short term employee benefits which is provided for on the basis of estimation made by the management.

   Defined Contribution Plans-The company has defined contribution plans for the post employment benefits namely provident fund scheme. The company's contribution in the above plans is charged to revenue every year.

   Defined Benefit Plans-The company has not any Defined Benefit Plan namely Gratuity and Leave Encashment for employees as explained by the management. Hence No provision has been made in the books of account for gratuity, leave encashment and other retirement benefits

9. Excise Duty:-
   Excise duty is not applicable to the company.

10. Taxes on Income:-
    Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961.
    The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.

11. Provisions, Contingent Liabilities and Contingent Assets:- (As-29)
    Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

    There are no Contingent Liabilities as on 31.03.2020.

12. Foreign Currency Transactions
    Company has not any foreign currency transaction during the F Y 2019-20.

13. Segment Reporting
    The company's management has not identified any segments in regard to business operations & geography. Therefore, any policy in regard to segment reporting is not being formulated. Hence, any disclosure or reporting is not made in this regard as per AS-17.

S. Kumar Goel & Co. Chartered Accountants Ghaziabad

For Skill Tree Consulting (P) Ltd.

Director

For Skill Tree Consulting (P) Ltd.

Director

14. Lease

Lease rent in respect of assets acquired under operating lease are charged to the Statement of Profit and Loss as and when incurred.

(B) Notes on Financial Statements

1. The SSI status of the creditors is not known to the Company; hence the information is not given.

2. Salaries includes directors remuneration on account of salary Rs.18,00,000.00 (Previous Year Rs. 14,40,000.00)

3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors:

Auditors Remuneration	**2019-2020**	**2018-2019**
Audit Fees	39200.00	39200.00
Tax Audit Fees	10800.00	10800.00
Company Law Matters	-	-
Service Tax	-	-
Total	**50000.00**	**50000.00**

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

6. Advance to others includes advances to concerns in which directors are interested:

Name of Concern	**Current Year Closing Balance**	**Previous Year Closing Balance**
-NIL-	-NIL-	-NIL-

7. Related Party disclosure (AS-18)

(A) Related Parties and their Relationship

(i) Key Managerial Personnel

1.) Mr. Piyush Goel (Director)

2.) Mrs. Monicca Goel (Director)

Transactions with Related parties **(Figure in Lacs)**

	Transactions during the year			
	Current Year		**Previous year**	
Particulars	**Key**	**Management**	**Key**	**Management**

For Skill Tree Consulting (P) Ltd.

Piyush

Director

For Skill Tree Consulting (P) Ltd.

Director

	Personnel	Personnel
Advance Paid		
Received Back		
Deposit Received	288.3	0
Deposit Repaid	292.93	4.3
Interest Received		
Interest Paid		
Remuneration Paid	18	14.4
Purchase		
Rent Paid		
Other Payment		
Job Charges		

(II) Relative of Key Management personnel

1) Global Trading Enterprise

	Transactions during the year	
	Current Year	**Previous year**
Particulars		
Deposit Received	0	116.94
Deposit Repaid	0	84.44

8. Other income include:-

a) Rs. 72,716/- on account of Interest on FD (P.Y. 68153) , Rs. 48,347 on account of interest on unsecured loans (P.Y. 3,18,547) , Rs 5,78,815.76 on account of interest on Income tax refund (P.Y. 2,68,340.2), Rs .44 on account of Rebates & Discounts (P.Y. Rs. 1,133.4/-), Rs 12,372.5 on account of sale of car (P.Y. Nil)

9. Major components of Deferred tax

During the year Rs. 87,079 /- (P.Y. Rs. 2,72,482/-) has been Credited to Profit & Loss A/c on account of Deferred Tax and create Deferred Tax Assets amounting to Rs. 17,81,341/- (P.Y. Rs. 16,94,262/-).

10. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

11. Expenditure in Foreign Currency Nil Nil

For Skill Tree Consulting (P) Ltd For Skill Tree Consulting (P) Ltd.

Director Director

12. Earning in Foreign Exchange Nil Nil

13. Previous year figures are regrouped/ rearranged wherever necessary to make them comparable with the figures of current year.

14. A new account has been created with the name balance **written off account** from which 1,96,812 has been written back from salary payable to employees as these salary are not to be paid hence added to income and rupees 4,83,000 has been written off on account of security deposit for furniture and security deposit for modinagar centre as these security amount is irrecoverable and hence added to expenses .

15. All assets and liabilities are presented as Current or Non-current as per criteria setout in Revised Schedule VI to the Company's Act, 1956 Notified by the Ministry of Corporate affairs vide Notification No. SO447(E) Dated 28th Feburary,2011 and SO653(E) Dated 30th March,2011. Based on the nature of operation of the company and realization from the trade receivable, the company has ascertained its operating cycle of less than 12 months. Accordingly, 12 months period has been considered for the purpose of Current /Non-current classification of assets & liabilities.

Signature to notes 1 to 24

In terms of Our Separate Audit Report of Even Date Attached.

For S. Kumar Goel & Co.

Chartered Accountants

(CA. SUNIL KUMAR GOEL)

Membership No. 087320
Registration No. 005275C
Place:- GHAZIABAD

Date: - 17.09.2020

For SKILL TREE CONSULTING PRIVATE LIMITED

For Skill Tree Consulting (P) Ltd. For Skill Tree Consulting (P) Ltd.

Director Director

Abdul Rauf Hai	**Piyush Goel**
Director	**Director**
DIN : 05343287	**DIN : 01492564**