



Dated: Sept 08, 2022

To
The BSE Ltd.
P.J. Towers,
Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Reference: Scrip Code: 534659

Sub: Submission of Annual Report for the year 2021-22

Pursuant to Regulations 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, We are enclosing herewith Annual Result of the Company for the year 2021-22.

Please take the same in your records.

Yours faithfully,
For Jointeca Education Solutions Ltd.

Vishal Mishra
(Managing Director)



JOINTECA EDUCATION SOLUTIONS LTD.

CIN: L72300UP2011PLC044942

Regd. Off. : 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, U.P. - 281004

CORPORATE INFORMATION

BOARD OF DIRECTORS

- ❖ Pradeep K. Saxena -Chairman (Independent Director)
- ❖ Vishal Mishra-Managing Director
- ❖ Alok Mittal- CFO
- ❖ Hariom Prasad Agrawal- Non- Executive Director
- ❖ Mrs. Madhu Sharma- Independent Director
- ❖ Mr. Subash Chand Jain- Independent Director

AUDITORS

M/s. S. B. Gupta & Co.,
Chartered Accountants
Mathura (U.P.)

Chief Financial Officer (CFO)-Appointed W.e.f. 29.06.2021
Mr. Dhruw Narayan Singh

Company Secretary (CS)
Ms. Ritu Sharma *- Appointed W.e.f 20.11.2021

BANKERS

- ❖ State Bank of India
- ❖ Bank of Baroda
- ❖ Bank of India
- ❖ Punjab National Bank
- ❖ Bank of Maharashtra

Demat ISIN No. : INE131N01018

CIN : L72300UP2011PLC044942

Investor Grievance
Email : info@jointeca.com

Web sites : www.jointeca.com

REGISTRAR & TRANSFER AGENT

Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harshukhdas Mandir,
New Delhi – 110 062
Tel:011-29961281-83
Fax: 011-29961284
Email: beetalrta@gmail.com

REGISTERED & CORPORATE OFFICE

53B, Geeta Enclave,
Near Dr. V. K. Garg,
Krishna Nagar,
Mathura – 281 004. Uttar Pradesh
Tel: 0565 – 242 5114
Email: info@jointeca.com



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NOTICE

Notice is hereby given that the 11th Annual General Meeting of the Members of **Jointeca Education Solutions Limited** will be held at the Registered Office of the Company at 53B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, Uttar Pradesh India 281 004, on Friday 30th September 2022 at 10:00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2022 and the statement of Profit & Loss for the year ended on that date together with the reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Hariom Prasad Agrawal (holding DIN: 03562889) who retires by rotation and being eligible, offers himself for re-appointment.

Place: Mathura

Date: 08.09.2022

By Order of the Board

(Vishal Mishra)
Managing Director
DIN: 03363363

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER.
2. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty in number and holding in aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. In case of a Member holding more than ten per cent of the total share capital of the Company carrying voting rights, such a Member may appoint a single person as proxy, who however shall not act as proxy for any other person or shareholder.
4. Members / Proxies should bring the Attendance Slip duly filled in and signed for attending the meeting. Corporate Members intending to send their authorized representatives are requested to send duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Shareholders seeking any information with regard to accounts are requested to write to the Company at least seven days in advance so as to enable the Company to keep the information ready.
7. The Register of Members and Share Transfer Books of the Company will remain closed from **26.09.2022 to 30.09.2022** (both days inclusive).



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8. Members are requested to send all communications concerning shares, change of address etc. to the Company's Registrar Beetal Financial and Computer Services Pvt. Ltd. quoting their Client ID and reference no. Members are also requested to send their email address to the company's Registrar.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
10. Members may also note that the Notice of the 11th Annual General Meeting and the Annual Report for 2021-22 will also be available on the Company's website www.jointeca.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mathura for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: info@jointeca.com.

Place: Mathura

Date: 08.09.2022

By Order of the Board

(Vishal Mishra)

Managing Director

DIN: 03363363



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Route map to reach at the Venue of AGM.



Attendance Slip

(To be handed over at the entrance of the Meeting Hall)

Folio No. / DP ID & Client ID: _____

No. of Shares held: _____

I certify that I am a registered Share holder / Proxy for the registered Share holder of the Jointeca Education Solutions Limited, I hereby record my presence at the 11th Annual General Meeting of the Company being held at 53B, Geeta Enclave, Near Dr. V.K. Garg Krishna Nagar, Mathura, Uttar Pradesh 281004, on Friday 30th September, 2022 at 11:00 a.m.

I Member's /Proxy's name in Block Letters

I Member's /Proxy's Signature

**JOINTECA EDUCATION SOLUTIONS LTD.**

CIN: L72300UP2011PLC044942

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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: L72300UP2011PLC044942

Name of the company: JOINTECA EDUCATION SOLUTIONS LIMITED

Registered office: 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, U.P. - 281004

Name of Shareholder: _____

Registered address: _____

Email ID: _____

Folio/No./DPID & Client ID _____

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

1) _____ of _____ having e-mail id _____ or failing him

2) _____ of _____ having e-mail id _____ or failing him

3) _____ of _____ having e-mail id _____

and whose and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Company, to be held on the Friday, the 30th day of September, 2022 at 11:00 am 53B, Geeta Enclave, Near Dr. V.K. Garg Krishna Nagar, Mathura, Uttar Pradesh 281004 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Description	For	Against
	Ordinary Business:		
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 together with the reports of the Director and Auditors thereon.		
2.	To appoint a director in place of Mr. Hariom Prasad Agarwal (holding DIN: 03562889) who retires by rotation and being eligible, offers himself for re-appointment.		

Signed this _____ day of _____ 2022

Signature _____

Signature of shareholder: _____

Signature of proxy holder(s): _____

Affix ` 1/-
Revenue
Stamp

Notes:

- 1) This form of proxy in order to be effective should be duly stamped, competed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
- 2) The proxy form should be signed across the Revenue Stamp as per signature(s) registered with the Company/Depository participant.
- 3) A Proxy need not be a member.

**JOINTECA EDUCATION SOLUTIONS LTD.**

CIN: L72300UP2011PLC044942

Regd. Off. : 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, U.P. - 281004

DIRECTORS' REPORT**To****The Members,**

Your directors have great pleasure in presenting the 11th Annual Report and the Audited Accounts of your Company for the year ended 31st March 2022.

FINANCIAL RESULTS

Particulars	Year Ended 31.03.2022 (Amount in Rs.)	Year Ended 31.03.2021 (Amount in Rs.)
Income from Operations and Other Income	4,83,569.65	3,04,910.00
Profit / (Loss) before Interest & Depreciation	(31,91,916.41)	(18,60,725.43)
Less: Interest & Bank charges	0.00	0.00
Less: Depreciation	80,26,963.00	80,19,665.00
Profit / (Loss) before Tax	(1,12,18,879.41)	(98,80,390.43)
Less: Provision for Taxation	(18,59,489.00)	(18,59,489.00)
Profit / (Loss) after Tax	(1,13,93,477.41)	(80,20,901.43)
Add: Surplus brought forward	(5,17,41,708.54)	(4,37,20,807.11)
Balance carried to Balance Sheet	(6,31,35,185.95)	(5,17,41,708.54)

OPERATIONS

The operations of the Company for the year under review have resulted in the Gross Loss of Rs. 31,91,916.41 as against loss of Rs 18,60,725.43 in the previous year. After providing for interest, depreciation and taxes, the Company has recorded a net loss of Rs. 1,13,93,477.41 as against loss of Rs 80,20,901.43 in the previous year. The gross revenue stood at Rs 4,83,569.65 as against Rs. 3,04,910.00 during the previous year.

DIVIDEND

In view of Loss during the year, your directors do not recommend any dividend.

SHARE CAPITAL

There was no change in the Authorized and Paid-up share capital of the Company during the year. During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

PUBLIC DEPOSITS

During the financial year 2021-22, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

During the year under review, the Company has not made any Loans, Guarantees or Investments within the meaning of the provisions of Section 186 of the Companies Act, 2013.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company yet. Therefore, Company has not constituted a Corporate Social Responsibility Committee. The provisions of a Corporate Social Responsibility shall be complied by the Company as and when applicable.



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ANNUAL EVALUATION OF BOARD'S PERFORMANCE

Pursuant to the provisions of companies Act, 2013 and in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual performance evaluation of its own performance, the Directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration, and Stakeholder Relationship Committee.

The directors expressed their satisfaction with the evaluation process.

BUSINESS RISK MANAGEMENT

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adhered to the principles of sound risk management and has a Risk Management Policy in Place.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the Listing Regulations, the Company has a whistle blower policy in place for its Directors and Employees to report concern about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The functioning of the vigil mechanism is reviewed by the Audit Committee from time to time. None of the Directors or employees have been denied access to the Audit Committee of the Board. During the year, under review, the Company did not receive any complaint under the said Mechanism.

BOARD COMMITTEES

The Board of Directors has constituted four committees, viz;

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholder's Relationship Committee

Details of all the Committees along with their composition, terms of reference and meetings held during the year are provided in Report on Corporate Governance.



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BOARD MEETINGS

During the year Four Board Meetings were held. The details of which are given in Corporate Governance Report. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between the two meetings.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section on 134(3)(c) read with Section 134(5) of the Companies Act, 2013, your Directors confirms that:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the Losses of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

All Related Party Transactions are placed before the Audit Committee & Board for their approval.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

SECRETARIAL AUDITOR REPORT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of Company Secretary in Practice to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2022.

The Secretarial Audit Report (in Form No. MR. 3) is attached as "**Annexure- A**" to this Report.

EXPLANATION TO SECRETARIAL AUDITOR'S REMARKS.

Company's management are in process of filling the pending returns with concerned Registrar of Companies.

COVID-19

The Covid-19 impact remains a serious concern for governments and businesses. The Company has implemented Standard Operating Procedures of social distancing, work from home, workplace sanitization and employee health monitoring, and these are being followed strictly at Office. Company has also taken



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various Initiatives focusing on safeguarding workforce health. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. It is focused on controlling costs, maintaining liquidity and closely monitoring to the operations.

AUDITORS

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s S.B. Gupta & Co., Chartered Accountants (Firm Registration No, 000992C) were appointed as Statutory Auditors of the Company for a term of five years to hold office from the conclusion of the 08 Annual General Meeting till the conclusion of the 13th Annual General Meeting of the Company.

The requirement of seeking ratification of the members for continuance of Statutory Auditors appointment has been withdrawn consequent to changes in the Companies (Amendment) Act, 2017 w.e.f. May 7, 2018. Hence, the resolution seeking ratification of the members for their appointment is not being placed at the ensuing Annual General Meeting.

AUDITORS' REPORT

The observations made by the Auditors in their Report read with the relevant notes as given in the notes on financial statements for the year ended 31st March, 2022 are self-explanatory and therefore do not call for any further comments. There is no qualified or modified opinion on any matters by the Auditors except some TDS deduction matter.

REPORTS ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS

The reports on Corporate Governance and Management Discussion and Analysis for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 form part of this Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The prescribed particulars of conservation of energy, technology absorption as stipulated under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are not applicable to your company as we are neither a manufacturing company nor the operation of your Company are not energy intensive.

EXTRACT OF ANNUAL RETURN

In terms of Section 134(3)(a) of the Act, the extract of Annual Return of the Company in the prescribed Form for the Financial Year 2021-22, has been placed on the website of the Company and can be accessed at www.jointeca.com.

INSURANCE

All the properties of the Company are adequately insured.

DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has zero tolerance for sexual harassment at work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provision of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed hereunder.



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Your Directors further state that as on date there is no case filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013.

ACKNOWLEDGEMENTS

Your Directors wish to place on record their thanks and gratitude to the Company's Bankers, Educational Institutions, Customers and other Authorities for their support, co-operation, guidance and assistance. The Board is also grateful to the shareholders for their continued confidence. The Board of Directors takes this opportunity to express their appreciation of the sincere efforts put in by the staff and executives at all the levels and hopes that they would continue their dedicated efforts in the future too.

For and on behalf of the Board

Place: Mathura

Date: 08.09.2022

Vishal Mishra
Managing Director
DIN: 03363363

Hariom Prasad Agrawal
Director
DIN: 03562889

**Annexure - A to the Board Report
Form No. MR.3**

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022
[Pursuant to section 204(1) of the Companies Act, 2013 and rule
No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]**

To,
The Members,
JOINTECA EDUCATION SOLUTIONS LIMITED
53B, GEETA ENCLAVE, NR. V.K. GARG,
KRISHNA NAGAR, MATHURA-281 004.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s JOINTECA EDUCATION SOLUTIONS LIMITED having CIN No. L72300UP2011PLC044942 (hereinafter referred to as the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the M/s JOINTECA EDUCATION SOLUTIONS LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March 2022 complied with the statutory provisions listed hereunder except with the following :

- 1) There are some delays in filling of returns with stock exchanges under SEBI- (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) The Company yet to filed Balance sheet and Annual Return for the FY 2018-19 and FY 2019-20 with ROC. Hence the company has not filed its Return.
- 3) The company not filled mandatory forms to ROC as per companies act 2013 and other returns of company.



We have examined the books, papers, minute books, forms and returns filed and other records maintained with M/s JOINTECA EDUCATION SOLUTIONS LIMITED for the financial year ended on 31st March 2022. So the following documents maintain according to the provisions by the management:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company for the audit period).**
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company for the audit period).**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company for the audit period).**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;



g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company for the audit period).**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company for the audit period).**

Other laws applicable to the Company as per the representations made by the Management.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE SME Ltd.

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors/ Independent Directors.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company were carried unanimously. There were no dissenting views by any member of the Board of Directors during the period under review.

Date: 27/08/2022

For & on behalf of
SWEETI SHAI FALI & ASSOCIATES
Company Secretary



(Sweeti Shaifali)
M.NO. 39892

UDINNO.A039892D000859700

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 responsible assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that we follow provide a responsible basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 27/08/2022

For & on behalf of
SWEETI SHAFALI & ASSOCIATES
Company Secretary



Sweeti Shaifali

(Sweeti Shaifali)
M.NO. 39892

UDINNO.A039892D000859700

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REPORT ON CORPORATE GOVERNANCE**1 MANDATORY REQUIREMENTS****1.1 Company's philosophy on Code of Corporate Governance:**

The Company believes in the practice of good corporate governance. A continuous process of delegation of powers commensurate with accountability, coupled with trust, faith and transparency has been embedded in the day-to-day functioning. The Company will endeavor to improve on these aspects on an ongoing basis.

1.2 Board of Directors: (Board)

a. Size of the Board: On 31st March, 2022, your Board comprised of 4 (Four) Directors, of which the Chairman is a Non-Executive Independent Director. In compliance with the requirements of SEBI Listing Obligation and Disclosure Requirements, Regulation, 2015, your Company has one Executive Director, One Non-Executive Directors and two are Non-Executive Independent Directors.

b. Number of Board Meetings held during the Year along with the dates of the meetings:

Sr. No.	Date
1 st	28/06/2021
2 nd	07/09/2021
3 rd	14/11/2021
4 th	14/02/2022

c. Composition, Category and their attendance at the Board meetings held during the year and at the last Annual General Meeting as also the number of other Directorships / Memberships of Committees is as follows:

Category of Directorship	Names of the Director	Attendance Details		Other Directorships*	Other Committees	
		Board Meeting	Last AGM		Memberships	Chairman ships
Chairman & Non Executive Independent Director	Mr. Pradeep Kumar Saxena	4	Yes	No	No	No
Non Executive Independent Directors	Mrs. Madhu Sharma	4	No No	No No	No No	No No
Non Executive Non Independent Directors	Mr. Hariom Prasad Agrawal	4	Yes Yes	No No	No No	No No
Non Executive Non Independent Directors	Subhas Chand Jain	1	No	No	No	No
Managing Director	Mr. Vishal Mishra	4	Yes	No	No	No



JOINTECA EDUCATION SOLUTIONS LTD.

CIN: L72300UP2011PLC044942

Regd. Off. : 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, U.P. - 281004

* Excluding private, foreign and companies registered under Section 8 of the Companies Act, 2013.

* None of the Non-executive & Independent Directors hold any shares in the Company.

1.3 Audit Committee:

a. Composition, Meetings and Attendance: The Audit Committee comprises of 2 Non-Executive Independent Directors and 1 Executive Non Independent Promoter Director. Mr. Pradeep Kumar Saxena, Non Executive Independent Director, Chairman of the committee. During the year, the committee met 4 times and the attendance of the members was as follows:

Name	Number of Meetings Attended
Mr. Pradeep Kumar Saxena	4
Mr. Vishal Mishra	4
Mrs. Madhu Sharma	4

b. Terms of Reference: The Audit Committee shall have the authority to investigate into any matter that may be prescribed and the matters listed below and for this purpose the Audit Committee shall have full access to information contained in the records of the Company and external professional advice, if necessary:

- To review financial reporting process, all financial statements;
- To recommend appointment/ re-appointment/ replacement/ removal/ Audit fees/ any other fees of Statutory Auditor;
- Reviewing along with management, the listing compliances, related party disclosures, qualifications in draft audit report, matters required to be included in Directors Responsibility Statement, quarterly financial statements before its submission to the Board, changes in accounting policies, major accounting entries based on estimate of management;
- To look into all matters relating to internal control system, internal audit system and the reasons for substantial defaults in the payment to the depositors;
- To review functioning of "Whistle Blower Mechanism", if any;
- To review Management's Discussion and Analysis of financial condition and results of operation, statement of significant Related Party Transactions as submitted by management, internal audit report;
- All matters cover under the duty to review by the Audit Committee under the SME Listing Agreement;
- To monitor the utilization of the IPO proceeds
- To review, with the management, performance of statutory and internal auditors, and monitor auditor's independence and performance and effectiveness of the audit process and adequacy of the internal control systems.
- To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To approve the appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background etc. of the candidate.
- To scrutinise inter corporate loans and investments.



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- To consider valuation of assets or undertaking of the Company.
- To evaluate internal financial controls and risk management systems.
- To review and formulate the scope, functioning, periodicity, methodology for conducting the internal audit, in consultation with the Internal Auditor and to discuss with the internal auditors any significant findings and follow-up there on.
- Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

Nomination and remuneration Committee:

A. Composition the Nomination and Remuneration Committee (formerly known as Remuneration/ Compensation Committee) comprise of Two Non-executive Independent Directors and One Non Executive Director namely Mr. Pradeep Kumar Saxena, Mrs. Madhu Sharma, Non-Executive Independent Directors and Mr. Hariom Prasad Agarwal, Non-Executive Director, Mr. Pradeep Kumar Saxena, Chairman of the committee. One meeting of the Committee held during the year on 07th September, 2021.

B. Terms of Reference:

- To recommend the annual remuneration and periodic increments payable to the Executive Director(s) which is required to be further approved by the Board.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- To ensure that the overall remuneration payable to the Directors does not exceed the limits prescribed by the Companies Act and is within the limits approved by the shareholders.
- Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchanges or any other regulatory authorities from time to time.

Company Secretary of the Company acts as the Secretary of the Committee. All the committee members attended the last Annual General Meeting.

The details of the Remunerations paid to the Directors for the financial year 2021-22 is given below:

Directors	Remuneration (including perquisites)	Commission	Committee Meeting Fees	Board Meeting Fees	Total
Mr. Vishal Mishra	NIL	NIL	NIL	NIL	NIL
Mr. Pradeep Kumar Saxena	NIL	NIL	NIL	NIL	NIL
Mr. Hariom Prasad Agarwal	NIL	NIL	NIL	NIL	NIL
Mrs. Madhu Sharma	NIL	NIL	NIL	NIL	NIL
Total	NIL	NIL	NIL	NIL	NIL



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1.4 Stakeholder Relationship Committee:

A. Composition :

The Stakeholder Relationship Committee (formerly Known as Investor'/Shareholders' Grievance Committee) comprises of three Mr. Pradeep Kumar Saxena, Mr. Vishal Sharma and Hariom Prasad Agarwal, Mr. Pradeep Kumar Saxena, Chairman of the committee. The committee met as and when required during the year.

B. Terms of reference:

The Stakeholder Relationship Committee of the Company reviews matters related to grievances of shareholders and investors. The committee primarily focuses on review of investor complaints, its redressal and queries received from investors i.e. transfer of shares, issue of duplicate share certificates, non receipt of annual reports etc. and also reviews the reports presented by the Share Transfer Agents of the Company.

1.5 General Body Meetings:

a. *Date, Time and Location of the last three Annual General Meetings

Year	Location	Date	Time
2020-21	53B Geeta Enclave, Bank Colony, Krishna Nagar, Mathura-281001	30.09.2021	11.00 a.m.
2019-20	53B Geeta Enclave, Bank Colony, Krishna Nagar, Mathura-281001	30.12.2020	11.00 a.m.
2018-19	53B Geeta Enclave, Bank Colony, Krishna Nagar, Mathura-281001	30.09.2019	2:30 p.m.

b. Resolution passed by postal ballot during 2021-22

No resolution was passed by postal ballot during the year 2021-22. At present, the Company does not have any resolution to be decided by members by postal ballot.

1.6 Disclosures:

- None of the transactions with any of the related parties were in conflict with the interest of the Company. Details of the related party transactions are given in the notes on Financial Statement.
- During the previous years there were no financial penalties levied on the company.
- None of the directors of the company are disqualified for being appointed as Directors as stipulated under section 164 (2) and rule 14 (1) of Companies (Appointment and Qualification of Directors) Rules, 2014 of the Companies Act, 2013.
- The Company promotes ethical behavior in its operations and has a Vigil Mechanism which is overseen
- The Company has duly complied with all the mandatory requirements of the Listing Regulations.
- Compliance with Non-mandatory requirements are furnished separately under the heading "Non-mandatory Requirements".

1.7 Means of Communication:

- These results are also displayed on the Company's Website viz. www.jointeca.com.
- These results are also displayed on BSE's website www.bseindia.com.
- The Management Discussion and Analysis report forms part of this Annual Report.

1.8 General Shareholders Information:

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(a) Annual General Meeting:

Day and Date	Friday ,30th September, 2022
Time	10:00 am
Venue	53B Geeta Enclave, Bank Colony, Krishna Nagar, Mathura-281001

(b) Profile of Directors Seeking Appointment and Re-Appointment at the 11th Annual General Meeting

Name of Director	Hariom Prasad Agarwal
Date of Birth	01/07/1965
Nationality	Indian
Date of Appointment on Board	14/12/2011
Qualification	Intermediate
Brief Resume and expertise in specific functional area	Hariom Prasad Agrawal is a Non- Executive and Non-Independent Director. He possesses about 21 years of experience in trading, services of different businesses and holds good contacts and command in these areas by frequently liasioning with private institutions to procure orders. He has relations with various educational societies and private institutions. He has been looking after the big order procurements from societies and private institutions
Directorship held in other Companies.	N I L
Membership / Chairmanship of Committees of other Public Companies	N I L
Number of Board Meeting Attend	4
Inter-se relationship between Directors and KMPs	NIL
Number of shares held in the Company	53,300

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(c) Financial Calendar

(d) (Tentative and subject to change)

First Half Year Results ending 30.09.2022 : 14th November, 2022Second Half Year/ Audited Results ending 31.03.2023 : 30th May, 2023Annual General Meeting for the Year ended 31.03.2023 : 30th September, 2023

Venue of AGM : Mathura

(e) **Book Closure** : 26th September, 2022 to 30th September, 2022 (Both days inclusive)(f) **Listing on Stock Exchanges:** SME Exchange BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.(g) **Stock Exchange Code:** 534659(h) **Corporate Identification Number:** L72300UP2011PLC044942(i) **Demat ISIN No:** INE131N01018(j) **Share transfers and other communications should be addressed to:****Beetal Financial & Computer Services Private Limited**Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir,New Delhi - 110 062 **Tel:** +91-11-2996 1281-83 **Fax:** +91-11-2996 1284**E-mail:** jes@beetalfinancial.com **Website:** www.beetalfinancial.com**Address:** 53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, Uttar Pradesh, India- 281 004**Tel Number:** +91-0565 – 2425114 **E-mail:** info@jointeca.com(k) **Stock Market Price Data:** High / Low Closing Price of shares of the Company during each month in last financial year on BSE:

MONTH/ YEAR	HIGH (Rs.)	LOW (Rs.)	No. of Shares Traded	No. of Trades	MONTH/ YEAR	HIGH (Rs.)	LOW (Rs.)	No. of Shares Traded	No. of Trades
April 2021	-	-	-	-	October 2021	-	-	-	-
May 2021	-	-	-	-	November 2021	15.00	15.00	8000	1
June 2021	15.00	15.00	8000	1	December 2021	15.00	15.00	8000	1
July 2021	19.75	15.00	56,000	7	January 2022	22.35	12.10	1,12,000	14
August 2021	17.90	17.90	8000	1	February 2022	20.15	20.15	8000	1
September 2021	15.50	15.50	8000	1	March 2022	18.15	14.75	56,000	7



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(l) Distribution of Shareholding as on 31st March 2022

Sr No	Shareholding of Value of Nominal Value of Rs.	No. of Share Holders	Percentage to Total Shareholders	Value (Rs)	% to total Equity
1	1 - 5000	-	-	-	-
2	5001- 10000	-	-	-	-
3	10001- 20000	4	4.12	55,000	0.05
4	20001- 30000	-	-	-	-
5	30001- 40000	1	1.03	33,000	0.03
6	40001- 50000	-	-	-	-
7	50001- 100000	42	43.29	33,46,000	3.34
8	100001 and above	50	51.54	9,67,19,000	96.57
Total		97	100.00	10,01,53,000	100.00

(m) Shareholding Pattern as on 31st March 2022

Category		No. of Shares Held	Percentage of Shareholding
A.	<u>PROMOTERS HOLDING</u>		
1.	PROMOTERS		
a.	Indian promoters -Individual	55,29,300	55.21
b.	Foreign promoters	-	-
2.	PERSONS ACTING IN CONCERT	-	-
Total		55,29,300	55.21
B.	<u>NON PROMOTERS HOLDING</u>		
1.	INSTITUTIONAL INVESTORS		
a.	Mutual funds	-	-
b.	Banks, Financial Institutions, Insurance Companies	32000	0.32
	(central/state govt. Institution/non government inst)	8000	0.08
c.	Foreign Institutional Investors	-	-
Sub total		40,000	0.40
2.	OTHERS		
a.	Bodies Corporate	21,82,000	21.79
b.	Indian public	22,24,000	22.21
c.	Non Resident Indians / OCB's	-	-

**JOINTECA EDUCATION SOLUTIONS LTD.**

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d.	<u>Any other</u>		
	Any other: Clearing Members	-	-
	Any other: Hindu Undivided Families	40,000	0.40
	Any other: Market Makers	-	-
	Sub total	44,46,000	44.39
	GRAND TOTAL	1,00,15,300	100.00

Note: None of the shares of the promoters/promoter group's are pledged or encumbered with any of the banks or any financial institutions.

(n) **Dematerialisation of Shares:** The shares of the Company are traded in compulsorily dematerialised form 1,00,15,300 Equity shares (100.00%) have been dematerialized as on 31.03.2022

(o) **Outstanding GDR / Warrants / Convertible Instruments:** The Company has no outstanding GDR / Warrants / Convertible Instruments.

(p) **Address for Correspondence**

Jointeca Education Solutions Ltd

53B, Geeta Enclave, Nr. Dr. V.K. Garg, Krishna Nagar, Mathura, Uttar Pradesh, India- 281 004

(r) **Reconciliation of Share Capital Audit Report:** Company Secretary in Practice, carried out a secretarial audit to, reconcile the total admitted capital with National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

1.9 CEO & CFO Certification: Mr. Vishal Mishra, Managing Director & CEO and Mr. Alok Mittal, Chief Financial Officer (CFO) of the Company, have issued a Certificate to the Board as prescribed under regulation 17 (8) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

NON-MANDATORY REQUIREMENTS**2.1 Remuneration Committee:**

Please refer item no. 1.4 in the Mandatory Requirements section.

2.2 Postal Ballot:

The provisions relating to Postal Ballot will be complied with in respect to matter where ever applicable.

2.3 Whistle Blower Policy:

At present, the Company does not have any formal Whistle Blower Policy.

2.4 Shareholders' Right:

The Company has posted its half yearly and annual financial results on its website i.e www.jointeca.com



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MANAGEMENT DISCUSSION ANALYSIS REPORT

Our Business: We are the education service providers and we offer Educational ERP solutions through our product GuruSeva and our business is concentrated mainly in the Northern Region of India. Our product GuruSeva (Educational ERP Solution) is offered both as a Desktop Application and as a service through the Software as a Service model (SaaS).

- Threats:**
1. Breakdown of IT infrastructure (Internal)
 2. Obsolescence of technology (Internal)
 3. Competition in the Market place (External)
 4. Slowdown in overall economic conditions (External)

Adequacy of Internal Controls & Internal Audits: Your Company believes in formulating adequate and effective internal control system and implementing the same to ensure that assets and interests of the Company are protected and safeguarded and reliability of accounting data and accuracy are ensured with proper checks and balances. The internal control system is improved and modified continuously to meet the changes in business conditions, statutory and accounting requirements. The Company has internal audit which is commensurate with the size of its operations.

Human Resources: The Company has been following standard procedure for recruitment of best personnel for all the departments and is making constant and continuous efforts to retain and groom them to meet its present and future requirements. The relation between the management and staff remained very cordial during the year.

Segment - wise performance:

Your company has only one segment and entire revenue is generated from educational support activities only. Accordingly, segment reporting as required under Accounting Standard-17, issued by the Institute of Chartered Accountants of India, is not applicable.

Code for Prevention of Insider Trading Practices: As a part of code of conduct, the Company has a well defined and laid down policy approved by the Board for the prevention of insider Trading in line with SEBI Insider Trading Prohibition Regulations which is applicable to all Directors, senior management/ Employees categorized as "Designated Employees".

Safe Harbour Clause: The statements in this document, other than factual/ historical information, contain the words or phrases such as "expect", "plan", "objective" and other similar words, which are forward looking in nature. Such forward looking statements may be subject to a variety of risks and uncertainties that could result in actual results differing materially from those indicated in this document. The Company is not under any obligation to update such forward looking statements after this date.

Place: Mathura

Date: 08.09.2022

By Order of the Board

(Vishal Mishra)

Managing Director



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DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

In terms of the requirements of Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to confirm that all the members of the Board and the Senior Management personnel have affirmed Compliance with the Code of Conduct for the year ended March 31, 2022.

For Jointeca Education Solutions Limited

Place: Mathura

Date: 08.09.2022

(Vishal Mishra)
Managing Director

CERTIFICATION UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board of Directors,

Jointeca Educations Solutions Limited

- a) We have reviewed financial statements of **Jointeca Educations Solutions Limited** for the year ended 31st March, 2022 and to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we were aware and the steps we have taken or proposes to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee that there is:
 - (i) No significant change in internal control over financial reporting during the year
 - (ii) No significant change in accounting policies during the year under review and
 - (iii) No instance of any fraud in the Company in which the management has any role.

Place: Mathura

Date: 30.05.2022

Vishal Mishra
Managing Director & CEO

Dhruw N. Singh
Chief Financial Officer

S.B. GUPTA & Co.

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Jointeca Education Solutions Limited

Opinion

We have audited the accompanying financial statements of Jointeca Education Solutions Limited ("the Company"), which comprises the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2022, and its profit and its cash flow for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the entity in accordance with the ethical requirements that are relevant to our audit of the financial statements, and we have fulfilled our other responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon- Board of Directors' Report

- A) The Company's Board of Directors is responsible for the preparation and presentation of its report (hereinafter called as "Board Report"), which comprises various information required under section 134(3) of the Companies Act, 2013, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the Board Report and we do not express any form of assurance conclusion thereon.

- B) In connection with our audit of the financial statements, our responsibility is to read the Board Report and, in doing so consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be material misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this board report, we are required to report that fact. We have nothing to report in this regard.

Head Office : 64, Chowki Bagh Bahadur Colony, Near SBI Crossing,
Branch Office : C-2/6, Safdarjung Development Area, New Delhi
Contact : +91 87910 92426 - Email : info@sbguptaandco.com
Web : www.sbguptaandco.com



Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act' 2013 ("the Act") with respect to the preparation of these standalone financial Statements that give a true and fair view of the financial position, financial performance and cash flow 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 and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, judgments and estimates that are reasonable and prudent and design implementation of adequate 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 view and free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

- A) Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
- B) As part of our audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- i) identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 132(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Key Audit Matter

There are no such matters which require the attention of the members.

Other matter

- * We draw attention to the fact that no confirmation of the amount of trade receivables of INR 13,09,927 in Schedule 2.10 and short term loans and advances of INR 17,30,000 in Schedule 2.12 have been furnished to us, hence we are unable to comment whether the amount is recoverable or not.
- * TDS has not been deducted by the Company on certain payments; and
- * Unsecured loans and advances of INR 71.02 Lakhs are under dispute details of which have been given in Notes to Accounts.

However, our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

- i. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- ii. 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 these books.



- c) The Balance Sheet, 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 aforesaid standalone financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the companies (accounts) Rule, 2014.
- e) On the basis of the written representations received from the directors as on 31st March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as 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
- 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) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the Financial Statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the Financial Statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on our audit procedure conducted that were considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under paragraph (2) (h) (iv) (a) & (b) contain any material misstatement.



- v) The Company has not declared or paid any dividend during the year.

For S.B. Gupta & Co.
Chartered Accountants
FRN- 000992C



CA Sunil Kumar Singhal
Partner
M No 70611



Place: Mathura
Date: 30.05.2022
UDIN:22070611AKZPPJ4301

Annexure-A to the Independent Auditor's Report

1) PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

- a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment on the basis of available information.
- (B) The Company has maintained proper records showing full particulars of Intangible assets.
- b) Pursuant to the company's programme of verifying fixed assets in a phased manner, physical verification of fixed assets was conducted during the year. According to the information and explanations given to us, 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, no immovable properties are owned by the Company.
- d) According to information and explanations given to us and books of account and records examined by us, Company has not revalued its Property, Plant and Equipment during the year.
- e) According to information & explanations and representation given to us by the management, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- f) During the year, there is no investment in properties.

2) INVENTORIES

- a) As the Company is a service oriented Company, there is no inventory with the Company. Hence, this clause is not applicable.

3) LOANS

- As explained to us, the company has not granted loans, Secured or unsecured to Companies, firms, Limited Liability Partnership or other parties covered in the register maintained under Section 186 of the Companies Act, 2013.
- 4) As informed by the management, the Company has a loan of INR 65,13,857 from a NBFC and 5,00,000 as inter- corporate loan as at 31st March 2022 which is under dispute as also has been mentioned in the notes to accounts. Further, the Company has advanced monies to few of the employees as imprest in cash and subsequently recovered from them in cash.
- 5) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- 6) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.



- 7) To the best of our knowledge and as explained, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 8) **STATUTORY DUES**
- a) According to the records of the company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employee State Insurance, Income Tax, Customs Duty, GST, Excise Duty and Other statutory dues applicable to it with the appropriate authorities. Further, INR 46,395 in respect of Income Tax is outstanding as at March 31, 2022 for a period of more than six months from the date on when they become payable. Furthermore the Company has not deducted TDS on certain professional fees.
- a) According to the information and explanations given to us and, the records of the Company examined by us, there are no statutory dues as at 31st March 2022 which have not been deposited on account of dispute.
- 9) The Company has invested in 1,50,000 nos. of equity share of M/s Incredibile India Pvt. Ltd. for INR 60,00,000.
- 10) As explained to us, there were no transaction relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year. Hence clause 3(viii) of the Order is not applicable to the company.
- 11) a) According to the records of the company examined by us and information and explanations given by the Management, the Company has not defaulted in repayment of dues to the financial institution, bank, Government or dues to debenture holders as at the Balance Sheet date.
- b) In our opinion and according to the information and explanations given to us term loans were applied for the purpose for which loans were obtained.
- c) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilized for long term purpose.
- d) As per the information and explanations given to us, the company has no subsidiary associate or joint venture.
- 12) a) No moneys have been raised by way of initial public offer or further public offer (including debt instruments) during the year by the Company.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made any preferential allotment or Private Placement of Shares or Convertible Debentures (fully, partially or optionally convertible) during the year hence the clause 3(x)(b) of the Order is not applicable.
- 13) a) In our opinion 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 that causes the financial statement materially misstated.
- b) During the year, no report under sub-section (12) of Section 143 of the Act has been filed by the Secretarial Auditor or by us in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules 2014 with the Central Government.
- c) The establishment of whistle blower mechanism is not applicable to the Company hence reporting under clause 3 (xi)(c) of the Order is not applicable to the Company.



- 14) The company is not a Nidhi Company hence clause 3 (xii) of the Order is not applicable to the Company.
- 15) Based upon the audit procedures performed and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
- 16) a) In our opinion and based on our examinations the company has an internal audit system commensurate with the size and nature of the business.
b) We have considered the Internal Audit Report of the Company issued till date for the period under audit.
- 17) The company has not entered into any non-cash transactions with directors or persons connected with him.
- 18) a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
b) There is no group company / core investment company. Accordingly, the requirement to report on clause 3(xvi)(c) and (d) of the Order is not applicable to the Company.
- 19) The Company has incurred cash losses in the current year of INR 17,61,250 and preceding financial year of INR 18,60,725.
- 20) There has been no resignation of the Statutory Auditors during the year and accordingly requirement to report on the clause 3(xvii) of the Order is not applicable to the Company.
- 21) On the basis of the financial ratios disclosed in notes to the Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying Financial Statements, our knowledge of the Board of Directors' and management's plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



- 22) The provisions of Corporate Social Responsibility (CSR) are not applicable on the Company.

For **S.B. Gupta & Co.**
Chartered Accountants
FRN: 000992C



CA Sunil Kumar Singhal
Partner
M No 70611

Place: Mathura
Date: 30.05.2022



JOINTECA EDUCATION SOLUTION LIMITED

Balance Sheet as on 31.03.2022

(Rs. in Hundred)

	Note	As at 31 st March 2022	As at 31 st March 2021
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2.1	10,01,530.00	10,01,530.00
Reserves and surplus	2.2	-1,31,086.86	-17,152.09
Non-current liabilities			
Deferred Tax (Liabilities)	2.3	11,869.45	10,123.47
Current liabilities			
Short-term borrowings	2.4	95,883.29	90,681.27
Other current liabilities	2.5	40,283.17	29,709.55
Short-term provisions	2.6	463.96	463.96
		10,18,943.01	11,15,356.16
II. ASSETS			
Non-current assets			
Fixed assets (net of Depreciation)			
-Property, Plants and Equipment	2.7	7,563.86	30,489.56
-Intangible assets (Including Goodwill)	2.8	9,16,833.93	9,88,160.31
Other NON Current Assets	2.9	60,000.00	60,000.00
Current Assets			
Trade receivables	2.10	13,099.27	15,252.81
Cash and cash equivalents	2.11	2,589.50	2,667.73
Short Term Loans and Advances	2.12	18,856.46	18,785.74
		10,18,943.01	11,15,356.16
Significant Accounting Policies & Notes to the financial Statements	1 & 2		

The accompanying notes are an integral part of the financial statements

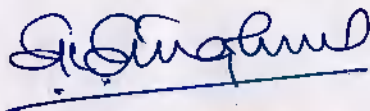
As per our Audit report of Even Date

For S. B. Gupta & Co.

Chartered Accountants

Firm Regn No. 000992C

UDIN : 22070611 AKZ PPJ4301


Sunil Kumar Singhal
(Partner)

Membership No: 070611

Place : Mathura

Date : 30/05/2022



For and On behalf of Board

Jointeca Education Solutions Ltd Jointeca Education Solutions Ltd



Vishal Mishra
(Managing Director)

DIN: D3363363

Hariom P Agrawal
(Director)

DIN: 03562889

JOINTECA EDUCATION SOLUTION LIMITED

Statement of Profit & Loss for the year ended 31.03.2022

(Rs. in Hundred)

	Note	Year Ended 31st March 2022	Year Ended 31st March 2021
Revenue from Operations	2.13	4,727.11	3,049.10
Other Income	2.14	108.58	-
Total Income		4,835.70	3,049.10
Expenses:			
Purchases	2.15	-	-
Employee benefits expense	2.16	15,951.85	14,941.18
Finance Cost	2.17	-	-
Depreciation and amortization expense	2.18	80,269.63	80,196.65
Other expenses	2.19	20,803.01	6,715.17
Total expenses		1,17,024.49	1,01,853.00
Profit before tax		-1,12,188.79	-98,803.90
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax(Provisional)		1,745.98	-18,594.89
Profit (Loss) for the period		-1,13,934.77	-80,209.01
Basic & Dilluted EPS (In Rs.)		-0.01	-0.01
Significant Accounting Policies & Notes to the financial Statements	1 & 2		

The accompanying notes are an integral part of the financial statements

As per our Audit report of Even Date

For S. B. Gupta & Co.

Chartered Accountants

Firm Regn No. 000992C

UDIN : 22070611AKZPPJ 4301



Sunit Kumar Singhal

(Partner)

Membership No: 070611

Place : Mathura

Date : 30/05/2022



For and On behalf of Board



Vishal Mishra
(Managing Director)

DIN: 03363363



Hariom P Agrawal
(Director)

DIN: 03562889

JOINTECA EDUCATION SOLUTION LIMITED

Cash Flow Statement for the year ended on 31st March 2022

(Rs. in Hundred)

	Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
A	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
	Net Profit before Tax and Prior period Adjustment & exceptional item	-1,12,188.79	-98,803.90
	Adjustment for:		
	Depreciation and Amortization	80,269.63	80,196.65
	Loss on Sale of Fixed Assets	14,306.66	
	Finance Cost	0.00	0.00
	Operating Profit (Loss) Before Working Capital Changes	-17,612.50	-18,607.25
	Adjustment for:		
	Inventories	0.00	0.00
	Trade & Other Receivables	2,082.83	3,975.22
	Trade Payables & Other Current Liabilities	10,573.62	16,326.63
	Cash Generated from Operations	-4,956.05	1,694.59
	Direct Taxes Paid (Net of Refund)		
	Cash Flow before prior period Adjustments & Exceptional item	-4,956.05	1,694.59
	Prior Period Adjustments	0.00	0.00
	Net Cash From / (Used In) Operating Activities (A)	-4,956.05	1,694.59
B	<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
	Purchase of Tangible Fixed Assets	-324.21	0.00
	Purchase/Creation of Intangible Fixed Assets	0.00	0.00
	Net Cash From / (Used In) Investing Activities (B)	-324.21	0.00
C	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
	Proceeds from Unsecured Borrowings (Net)	5,202.02	297.70
	Finance Cost	0.00	0.00
	Net Cash From / (Used In) Financing Activities (C)	5,202.02	297.70
	Net Increase / (Decrease) in Cash and Cash equivalents (A)+(B)+(C)	-78.24	1,992.29
	Cash and Cash equivalents at the beginning of the year	2,667.73	675.44
	Cash and Cash equivalents at the end of the year	2,589.50	2,667.73

As per our Audit report of Even Date

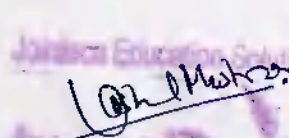
For S.B. Gupta & Co.
Chartered Accountants
Firm Regn No. 000992C
UDIN :




Sunil Kumar Singhal
Partner
M. No: 070611
Place: Mathura
Date: 30/05/2022



For and On behalf of Board


Vishal Mishra
 Managing Director
 DIN: 03363363


Hariom P Agrawal
 Director
 DIN: 03562B89



JOINTECA EDUCATION SOLUTIONS LTD.

CIN: U72300UP2011PLC044942

Regd. Off: 53B, Geeta Enclave, Nr. Dr. V. K. Gang, Krishna Nagar, Mathura, U.P. - 281004

Significant accounting policies :-

1.1 Basis of accounting and preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2 Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reporting period. The estimates and assumptions used in the financial statements are based upon the Management's evaluation of the relevant facts and circumstances as on the date of financial statements. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates.

1.3 Cash Flow statement

Cash flows are reported using indirect method, whereby profit or (loss) before extraordinary items and tax is adjusted for the effects of transactions of noncash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

1.4 Promoter's shareholding

There are no changes in Promoters shareholding either by way of fresh capital raise or by sale of any share under promoter's category.

1.5 Title deeds of immovable property

There are no immovable properties (other than properties where the Company is the lessee of and the lease agreements are duly executed in favour of the lessee) whose deeds are not held in the name of the Company.

1.6 Investment in property

During the year, there is no investment in properties.

1.7 Investment in crypto currency or Virtual currency

The company has not traded or invested in crypto currency or Virtual currency during the year.

1.8 revalued its property

The Company has not revalued its Property, Plant and Equipment & intangible assets during the year.

1.8 revalued its property

The Company has not revalued its Property, Plant and Equipment & intangible assets during the year.

1.10 subsidiary companies

The Company has no subsidiary companies. The Company is in compliance with the number of layers as prescribed under clause (27) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on Number of Layers) Rules, 2017.

1.11 Unlawful and risky transaction



JOINTECA EDUCATION SOLUTIONS LTD.

CIN: U72300CLP2011PLC034942

Regd. Off. 53B, Ganga Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, U.P. - 281004

Also, the Company has no transaction with Companies which are struck off under section 248 of the Companies Act, 2013 or under section 530 of Companies Act, 1956.

1.12 Benami Properties

No proceedings have been initiated or pending against Company for holding any Benami Property under Prohibitions of Benami Transactions Act, 1988 [Earlier titled as Benami transactions (Prohibitions) Act, 1988].

1.13 Willful defaulter

The Company is not declared a willful defaulter by any Bank or Financial Institution or any other lender.

1.14 Pending Charges at ROC

No charges of satisfaction are pending for registration with the Registrar of Companies (ROC).

1.15 Advances

During the year the company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall (i) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of company (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or behalf of the ultimate beneficiaries.

No Advances and transactions made to Director / KMP / related parties except provided below as KMP/ Related parties transactions.

1.16 Loans

The Company has not received any fund from any person(s) or entity(ies) including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly lender invest in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (ii) provide any guarantee, security or the to or behalf of the (ultimate beneficiaries) or (iii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company had taken No Loans from its Directors other than mentioned in Notes of account number 2.4.

There was an old loan from NBFC and Pvt Ltd Company against mortgage of Managing Director personal shares with some commitments. Due to failure of commitments and other mutual transactions of shares between both parties now promoter is in position to receive back payment from those parties. As Company has raised its objection letter with demand of balance amount in Promoter account, till that Management decided to move those loan under dispute, till finalization of dispute.

1.17 Corporate Social Responsibility

Provisions of section 135 of the Companies Act 2013 regarding Corporate Social Responsibility is not applicable on the Company.

1.18 Property, plant and equipment & Intangible Assets depreciation;

Property, plant and equipment & Intangible assets are stated at acquisition cost less accumulated depreciation. The cost of fixed assets comprises its purchase price including duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to the working condition for its intended use.

Depreciation on Property, plant and equipment & Intangible is provided based on the useful life of the asset in the manner prescribed in Schedule II to the Companies Act, 2013.

**JOINTECA EDUCATION SOLUTIONS LTD.**

CIN: U72300UP2011PE0044942

Regd. Off: 53B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, U.P. - 281004

1.19 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. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the Financial Statements.

1.20 Revenue recognition

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed using the proportionate completion method when no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service and is recognised net of service tax, as applicable. Sales are recognised, net of returns, and trade discounts. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.21 Employee benefits

Short term employee benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered. The contributions remitted to government administered Provident and Pension Fund on behalf of its employees in accordance with the relevant statute are charged to the Statement of Profit and Loss as and when due. The Company has no further obligations for future Provident/ Pension fund benefits.

1.22 Earnings per share

Basic and diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year. The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statement by the board of director.

1.23 Solvency

Ratio	Basis	2021-22	2020-21	Remark
(a) Current Ratio	Current Asset / Current Liability	0.25	0.30	As the sale amount is very less, so changes in small amount reflects big changes in Ratios.
(b) Debt-Equity Ratio	Total Debt / Capital	0.14	0.12	
(c) Debt Service Coverage Ratio	Operating Income / Total Debt	0.00	0.00	
(d) Return on Equity Ratio	Net Profit / Capital	-0.11	-0.08	
(e) Inventory Turnover Ratio	Inventory / Sales	0.00	0.00	
(f) Trade Receivables Turnover Ratio	Sale / Average of Debtors	0.33	0.22	
(g) Trade Payables Turnover Ratio	Total Purchase / Av. of Trade Creditor	0.00	0.00	
(h) Net Capital Turnover Ratio	Sales / Capital	0.005	0.003	
(i) Net Profit Ratio	Net Profit / Sales	-24.16	-26.31	
(j) Return on Capital Employed	Net Profit / Capital	-0.11	-0.08	
(k) Return on Investment	Earning on Investment / Investment	0.00	0.00	

1.24 Taxes on Income

**JOINTECA EDUCATION SOLUTIONS LTD.**

CIN: U72300UP2011PLC044942

Regd. Off: 158B, Geeta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, U.P. - 281004

Tax expense comprises current and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred Taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted at the reporting date.

1.25 Operating cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and noncurrent.

1.26 Related party disclosures: Disclosure in accordance with Accounting Standard-18 Related Party transaction during the year:

Related Party - Directors of Company	Related Parties
Managing Director	Vishal Mishra
CFO	Dhruv Narayan Singh
Director	Hari Om Prasad Agarwal
Other Related Parties (ORP)	Laxmi Agrawal Hari Om Agarwal (HUF), HD Mishra Poonam Mishra, Vinodish Agarwal Sweta Agarwal, Mahima Mittal Kankhya Agarwal, Amit Agarwal Ashish Garg, Pawan Kumar Bansal Deepthi Mishra, Nitin Agarwal Ktiashma Kankhya Agarwal Kishori Agarwal, Kusum Devi Megha Agarwal, Pushpalata Agarwal Asha Agarwal, Deo D. Mishra

**JOINTEGA EDUCATION SOLUTIONS LTD.**

CIN: U72300UP2011PLC044942

Regd. Off: 53B, Gesta Enclave, Nr. Dr. V. K. Garg, Krishna Nagar, Mathura, U.P. - 281004

During the year, there are following related party transactions:

Nature of Transactions	Significant Influence	Key Management Personnel	Relative of Key Management Personnel	Total
	FY 2020-21	FY 2020-21	FY 2021-22	FY 2021-22
Salary (CFD)	-	5,40,000	-	5,40,000
Rent	-	-	1,80,000	1,80,000

1.27 Auditor's Remuneration:

For Statutory Audit	40,000
GST	7,200
Total	47,200

1.13 Majority of the sales/ services and revenue expenses have been made in cash.

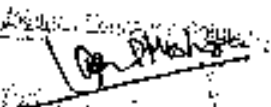
1.28 The amount of Trade Receivables of INR 14,09,927 in Schedule 2.10 and short term loans and advances of INR 17,30,000 in Schedule 2.12 are yet to be confirmed by the respective parties.


For S. B. Gupta & Co.
Chartered Accountants
Firm Regn No. 000992C
UDIN:

Sunil Kumar Singhal
(Partner)
Membership No: 070611
Place: Mathura



For and on behalf of Board


Vishal Mishra
(Managing Director)
DIN: 00362103


Hariom P. Agrawal
(Director)
DIN: 03562889

JOINTECA EDUCATION SOLUTION LIMITED

2.1 Share Capital

Particulars	As at 31st March 2022		As at 31st March 2021	
	Number	(Rs. in Hundred)	Number	(Rs. in Hundred)
Authorised				
Equity Shares of Rs. 10 each	1,10,00,000	11,00,000.00	1,10,00,000	11,00,000.00
Issued, Subscribed & Paid Up				
Equity Shares of Rs. 10 each	1,00,15,300	10,01,530.00	1,00,15,300	10,01,530.00
(Out of above 3900000 shares issued for a consideration other than Cash)				
Total	1,00,15,300	10,01,530.00	1,00,15,300	10,01,530.00

a Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

Particulars	As at 31st March 2022		As at 31st March 2021	
	Number	(Rs. in Hundred)	Number	(Rs. in Hundred)
Shares outstanding at the beginning of the year	1,00,15,300	10,01,530.00	1,00,15,300	10,01,530.00
Shares Issued during the year				
Shares outstanding at the end of the year	1,00,15,300	10,01,530.00	1,00,15,300	10,01,530.00

h Shares held by Promoters

Current Reporting Period as at 31st March 2022			
Promoter's Name	No. of Shares	% of total Shares	% changes during the year
1. VISHAL MISHRA	4651000	46.44%	0.00%
2. LAXMI AGRAWAL	500000	4.99%	0.00%
3. KANHIA AGRAWAL	68900	0.69%	0.00%
4. VIVEK MISHRA	61000	0.61%	0.00%
5. HARIOM PRASAD AGRAWAL	53300	0.53%	0.00%
6. VIMLESH AGRAWAL	43300	0.43%	0.00%
7. MEGHA AGRAWAL	40000	0.40%	0.00%
8. POONAM MISHRA	31000	0.31%	0.00%
9. KISHORI AGRAWAL	20000	0.20%	0.00%
10. SHWETA AGRAWAL	20000	0.20%	0.00%
11. HARI OM AGRAWAL	13300	0.13%	0.00%
12. ALOK MITTAL	12100	0.12%	0.00%
13. SHOMIT AGRAWAL	6600	0.07%	0.00%
14. DEEPTI MISHRA	3300	0.03%	0.00%
15. MAHIMA MITTAL	1600	0.02%	0.00%
16. ASHISH KASHYAP	1300	0.01%	0.00%
17. HARI DUTT MISHRA	1300	0.01%	0.00%
18. UMESH CHAND SHARMA	1300	0.01%	0.00%

Previous Reporting Period as at 31st March 2021			
Promoter's Name	No. of Shares	% of total Shares	% changes during the year
1. VISHAL MISHRA	4651000	46.44%	0.00%
2. LAXMI AGRAWAL	500000	4.99%	0.00%
3. KANHIA AGRAWAL	68900	0.69%	0.00%
4. VIVEK MISHRA	61000	0.61%	0.00%
5. HARIOM PRASAD AGRAWAL	53300	0.53%	0.00%
6. VIMLESH AGRAWAL	43300	0.43%	0.00%
7. MEGHA AGRAWAL	40000	0.40%	0.00%
8. POONAM MISHRA	31000	0.31%	0.00%
9. KISHORI AGRAWAL	20000	0.20%	0.00%
10. SHWETA AGRAWAL	20000	0.20%	0.00%
11. HARI OM AGRAWAL	13300	0.13%	0.00%
12. ALOK MITTAL	12100	0.12%	0.00%
13. SHOMIT AGRAWAL	6600	0.07%	0.00%
14. DEEPTI MISHRA	3300	0.03%	0.00%
15. MAHIMA MITTAL	1600	0.02%	0.00%
16. ASHISH KASHYAP	1300	0.01%	0.00%
17. HARI DUTT MISHRA	1300	0.01%	0.00%
18. UMESH CHAND SHARMA	1300	0.01%	0.00%

c Terms/Rights attached to Shares

The company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the equity shareholders will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d Detail of shareholders holding more than 5% shares in the company

Particulars	As at 31st March 2022		As at 31st March 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Vishal Mishra	46,51,000	46.44%	46,51,000	46.44%
Ajcon Global Services Pvt. Ltd.	9,44,000	9.43%	9,44,000	9.43%

2.2 Reserve & surplus

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
a. Security Premium		
Opening Balance	5,00,265.00	5,00,265.00
Add: Proceeds from fresh issue of shares		
Net Balance carried to Balance sheet	5,00,265.00	5,00,265.00
h. Surplus/Deficit in the statement of Profit & Loss		
Opening balance	-5,17,417.09	-4,37,208.07
Add: Net Profit/(Not Loss) For the current year	-1,12,188.79	-98,803.90
Less: Provision For taxation		
Less: Deferred Tax Liabilities	1,745.98	-18,594.89
Net Surplus in the statement carried to balance sheet	-6,31,351.86	-5,17,417.09
Total Reserve & Surplus	-1,31,086.86	-17,152.09

2.3 Deferred Tax

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Deferred tax asset/(Liability)	11,869.45	10,123.47
Total	11,869.45	10,123.47

2.4 Short Term Borrowings

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Secured Loans	-	65,138.57
Unsecured Loan	-	5,000.00
Unsecured liability under dispute	71,021.86	-
Unsecured Loan - Director	24,861.43	20,542.70
Total	95,883.29	90,681.27

2.5 Other Current liabilities

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Other Payables		
Statutory Dues	180.00	-
Other Current Liabilities	34,703.17	24,309.55
Advance from Clients	5,000.00	5,000.00
Audit Fees Payable	400.00	400.00
Total	40,283.17	29,709.55

2.6 Short Term Provisions

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Provisions		
Provision for Tax	463.96	463.96
Total	463.96	463.96

2.9 Other NON Current Assets

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Long term Investments		
Investment in Unlisted Shares	60,000.00	60,000.00
Total	60,000.00	60,000.00

2.10 Trade Receivables

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Trade Receivables	13,099.27	15,252.81
Total	13,099.27	15,252.81

Figures For the Current Reporting Period as on 31st March 2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	580.46	139.60	358.72	2,280.19	9,740.30	13,099.27
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	580.46	139.60	358.72	2,280.19	9,740.30	13,099.27

Figures For Previous Reporting Period as on 31st March 2021

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	358.72	40.80	1,955.50	11,871.19	1,026.60	15,252.81
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	358.72	40.80	1,955.50	11,871.19	1,026.60	15,252.81

(Rs. In Hundred)

Note : 2.7 & 2.8 Fixed Assets													
Name of the Assets		Gross block				Depreciation				Net Block			
		31.03.2021	31.03.2022		01.04.2021	31.03.2022		31.03.2022	31.03.2022		31.03.2021		
		Opening	Addition	Sale/Tfr	Balance	Opening	for the year	Sale/W/o	Balance				
2.7 Property, Plants and Equipment													
AC Cooler & Fans		15766.56	234.38	0.00	16000.93	14978.23	44.53	0.00	15022.76	978.17	788.33		
Computer, Laptop & Accessories		274736.51	89.83	259047.62	15778.73	260999.68	28.45	246095.24	14932.89	845.83	13736.83		
Generator		27085.69	0.00	27085.69	0.00	25731.41	0.00	25731.41	0.00	0.00	1354.28		
Furniture & Office Equipment		93371.31	0.00	0.00	93371.31	79801.46	8870.27	0.00	88671.73	4699.58	13569.85		
UPS & Stablisers		20805.38	0.00	0.00	20805.38	19765.11	0.00	0.00	19765.11	1040.27	1040.27		
Total (A)		431765.45	324.21	286133.31	145956.35	401275.89	8943.25	271826.65	138392.49	7563.86	30489.56		
2.8 Intangible Assets													
Software		206997.04	0.00	0.00	206997.04	137394.67	20699.70	0.00	158094.37	48902.67	69602.37		
Guruseva/Educational Portal		255785.00	0.00	0.00	255785.00	202265.64	25578.50	0.00	227844.14	27940.86	53519.36		
Goodwill		536746.65	0.00	0.00	536746.65	386457.62	25048.18	0.00	411505.80	125240.85	150289.03		
2.8.1. Intangible Asset Under Development													
Education Assiatance Portal / App / Website (Note : Ageing is given below the chart)		714749.55	0.00	0.00	714749.55	0.00	0.00	0.00	0.00	714749.55	714749.55		
Total (B)		1714278.24	0.00	0.00	1714278.24	726117.93	71326.38	0.00	797444.31	916833.93	988160.31		
Grand Total		21,46,043.69	324.21	2,86,133.31	18,60,234.59	11,27,393.82	80,269.63	2,71,826.65	9,35,836.80	9,24,397.79	10,18,649.87		
Previous Year		21,46,043.69	0.00	0.00	21,46,043.69	10,47,197.17	80,19,665.00	0.00	11,27,393.82	10,18,649.87	10,98,846.52		

Note : For Intangible assets under development, following ageing schedule shall be given:

2.8.1	Intangible Assets under Development	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
a)	Projects in progress	0.00	0.00	0.00	0.00	0.00
b)	Projects temporarily suspended					
b.1	Educational Assistance (Portal, App & Content)	0	0	18231.94	6,73,032.61	6,91,264.55
b.2	Interactive Portal with Contents	0	0	0	23,485.00	23,485.00
Total		0	0	18231.94	6,96,517.61	714749.55

2.11 Cash & Bank Balances

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Cash & Cash equivalent		
Balances with banks	2,407.96	2,272.89
Cash on hand	181.54	394.84
Total	2,589.50	2,667.73

2.12 Short term Loans & Advances

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Secured, Considered Good:		
Unsecured, Considered Good:	17,444.27	17,300.00
Balance with statutory/government authorities	1,412.19	1,485.74
Total	18,856.46	18,785.74

2.13 Revenue From Operation

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Education Assistance / School-Student Management / Other	3,557.62	3,049.10
Scrap Sale of Fixed Assets	1,169.49	-
Total	4,727.11	3,049.10

2.14 Other Income

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Other income	108.58	-
Total	108.58	-

2.15 Purchase

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Purchases		
SMS Purchase	-	-
Total	-	-

2.16 Employee Benefit Expenses

<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Salaries & Allowances	15,810.00	14,721.80
Employees Welfare	141.85	219.38
Total	15,951.85	14,941.18

2.17 Finance cost


<u>Particulars</u>	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Interest and Bank Charge	-	-
Total	0.00	0.00


2.18 Depreciation & Amortisation Expenses

Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Depreciation (Fixed Assets)	8,943.25	8,870.27
Amortization (Goodwill)	25,048.18	25,048.18
Intangible Assets (w/off)	46,278.20	46,278.20
Total	80,269.63	80,196.65

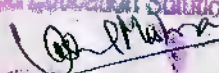
2.19 Other Expenses


Particulars	As at 31st March 2022	As at 31st March 2021
	(Rs. in Hundred)	(Rs. in Hundred)
Auditor's Remuneration	423.73	323.73
Bank Charges	5.56	2.20
Marketing / Business Promotion / Commission	22.48	8.00
Telephone, Internet & Communication Exps	107.01	146.48
Server/domain Exp.	531.36	1,170.00
Conveyance & Travelling	114.81	32.00
Electricity & Diesel Expenses	48.33	213.88
Professional Fee Exp.	2,004.35	689.66
Miscellaneous Expenses	10.00	7.46
Filing Fees and Subscriptions	1,046.00	1,548.00
Office Exp.	275.71	497.95
Repair & Maintenance Exp.	115.09	283.81
Loss on Sale of Fixed Assets	14,306.66	-
Rent	1,800.00	1,800.00
Total	20,803.01	6,715.17

For S. B. Gupta & Co.
Chartered Accountants
Firm Regn No. 000992C
UDIN :

Sunil Kumar Singhal
(Partner)
Membership No: 070611
Place : Mathura
Date : 30/05/2022



For and On behalf of Board


Vishal Mishra
(Managing Director)
DIN: 03363363


Mariom P Agrawal
(Director)
DIN: 03562889

Jointeca Education Solutions Ltd.
Jointeca Education Solutions Ltd.
Director