

May 19, 2022

To,

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	Scrip Code: MTEDUCARE

Dear Sir/ Madam,

Sub: Outcome of Board Meeting held on May 19, 2022

This is to inform you that the Board of Directors of the Company at its meeting held today i.e., on May 19, 2022 at 4.15 p.m. and concluded at 5.50 p.m. has:

- 1) Approved the Audited Financial Results of the Company for the fourth quarter and financial year ended March 31, 2022 [Standalone and Consolidated] as per Regulation 33 of SEBI Listing Regulations, 2015.
- 2) Approved Audited Balance Sheet as at March 31, 2022 and Statement of Profit & Loss of the Company along with relevant annexures on Standalone and Consolidated basis prepared under IND-AS, for the Financial Year ended on that date.
- 3) Statement pursuant to Regulation 33(3) (d) of the SEBI Listing Regulations, on impact of Audit Qualifications (in respect of modified opinion on Standalone and Consolidated Audited Financial Results) is enclosed herewith as per the format prescribed by SEBI vide its circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016.

We hereby enclose:

- Audited Financial Results of the Company for the fourth quarter and financial year ended March 31, 2022 [Standalone and Consolidated] as per Regulation 33 of SEBI Listing Regulations, 2015.
- Statement pursuant to Regulation 33(3) (d) of the SEBI Listing Regulations, on impact of Audit Qualifications (in respect of modified opinion on Standalone and Consolidated Audited Financial Results) is enclosed herewith as per the format prescribed by SEBI vide its circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016.



Kindly take the same on your records.

Thanking you.

**Yours faithfully,
For MT Educare Limited**



**Ravindra Mishra
Company Secretary**



Statement of Standalone Audited Financial Results for the quarter and year ended 31 March 2022

(Rs. in Lakhs, except EPS data)

Sr. No.	Particulars	Quarter ended 31 March 2022 (Refer Note 12)	Quarter ended 31 December 2021	Quarter ended 31 March 2021 (Refer Note 12)	Year ended 31 March 2022	Year Ended 31 March 2021
		Audited	Unaudited	Audited	Audited	Audited
1	Income					
	Revenue from operations	395.37	403.75	630.64	3,039.92	4,852.70
	Other income	534.06	30.61	623.66	1,004.75	2,708.70
	Total income	929.43	434.36	1,254.30	4,044.67	7,561.40
2	Expenses					
	Direct expenses (Refer note 4)	434.53	253.91	393.73	1,565.39	2,177.60
	Employee benefits expense	341.24	252.90	416.87	1,131.90	1,848.58
	Finance costs	227.64	148.91	243.11	837.23	1,204.76
	Depreciation and amortisation expense	225.80	292.79	309.08	1,141.23	2,162.30
	Other expenses	609.06	208.20	673.93	1,431.96	2,207.07
	Total expenses	1,838.26	1,156.71	2,036.72	6,107.70	9,600.31
3	Profit/(loss) before tax for the period/year (1-2)	(908.83)	(722.35)	(782.42)	(2,063.03)	(2,038.91)
4	Tax expense/(credit)	485.52	(33.91)	1,147.00	453.43	965.15
5	Net Profit / (Loss) for the period/year after tax (3-4)	(1,394.35)	(688.44)	(1,929.42)	(2,516.48)	(3,004.06)
6	Other comprehensive income (including tax effect)					
	Items that will not be reclassified to profit or loss (Net of tax)	24.42	(6.25)	(9.15)	5.67	27.60
7	Total comprehensive income/(loss) for the period/year (5+6)	(1,369.93)	(694.68)	(1,938.57)	(2,510.80)	(2,976.46)
8	Paid up equity share capital (Face Value Rs. 10 per share)	7,222.81	7,222.81	7,222.81	7,222.81	7,222.81
9	Other equity				4,148.49	6,649.78
10	Earnings per share (Face Value of Rs. 10 each) (Not annualised for the quarters):					
	Basic	(1.93)	(0.95)	(2.67)	(3.48)	(4.16)
	Diluted	(1.93)	(0.95)	(2.67)	(3.48)	(4.16)

For and on behalf of the Board of Directors

Parag Oja
Whole Time Director
DIN: 08133069

Mumbai, 19 May 2022



Standalone Statement of Assets and Liabilities as at 31 March 2022

(Rs. in lakhs)

	As at 31 March 2022	As at 31 March 2021
	Audited	Audited
ASSETS		
Non-current assets		
Property, Plant and Equipment	1,046.18	1,372.79
Right of use assets	3,434.79	4,250.74
Capital work-in-progress	18.82	-
Intangible assets	21.26	87.18
Financial Assets		
- Investments	3,144.96	3,144.96
- Loans	2,316.41	-
- Others	551.98	453.64
Deferred tax assets (net)	6,619.26	6,816.81
Non-current tax assets	926.14	1,167.58
Total non-current assets	18,079.80	17,293.70
Current assets		
Financial Assets		
-Investments	0.01	0.01
-Trade receivables	2,748.08	3,647.87
- Cash and cash equivalents	235.65	100.71
- Bank Balances other than Cash and Cash Equivalents	373.39	524.05
-Loans	4.80	3,002.81
-Other financial assets	5,587.77	6,075.68
Other current assets	134.34	70.57
Total current assets	9,084.04	13,421.70
TOTAL ASSETS	27,163.84	30,715.40
EQUITY AND LIABILITIES		
Equity		
Equity share capital	7,222.81	7,222.81
Other equity	4,148.49	6,649.78
Total equity	11,371.30	13,872.59
Liabilities		
Non-current liabilities		
Financial Liabilities		
- Borrowings	101.75	495.90
- Lease liabilities	4,385.53	3,781.42
Provisions	328.39	428.09
Other non-current liabilities	95.41	33.90
Total non-current liabilities	4,911.08	4,739.31
Current liabilities		
Financial Liabilities		
- Borrowings	3,050.59	2,905.36
- Lease liabilities	47.35	861.06
- Trade payables		
Outstanding dues of micro enterprises and small enterprises	160.41	74.72
Outstanding dues of creditors other than micro and small enterprises	4,193.25	4,578.78
- Other financial liabilities	1,804.21	1,906.53
Provisions	98.09	153.93
Other current liabilities	1,527.54	1,623.12
Total current liabilities	10,881.44	12,103.50
Total liabilities	15,792.52	16,842.81
TOTAL EQUITY AND LIABILITIES	27,163.84	30,715.40



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Statement of Standalone Cash Flows for the year ended 31 March 22

	Year ended 31 March 2022	Year Ended 31 March 2021
	₹ in lakhs	₹ in lakhs
A. Cash flow from operating activities		
Profit/(Loss) before tax	(2,063.04)	(2,038.91)
Adjustments for:		
Depreciation and amortisation expenses	1,141.23	2,162.30
Impairment of property, plant and equipment	48.22	91.14
Interest income	(122.57)	(1,624.55)
Finance Cost	837.23	1,204.76
Net gain on sale of investments	-	(14.10)
Net Gain on sale of property, plant and equipment	(2.77)	(0.80)
Allowance for doubtful debts and advances/ Bad debts	619.51	1,273.66
Liabilities written back	(663.90)	(680.10)
Net Gain on De-recognition of Right of Use Asset	(207.93)	(278.96)
Net loss on foreign exchange transactions and translations	-	0.61
Operating profit before working capital changes	(414.02)	95.04
Changes in working capital:		
Decrease/(Increase) in trade and other receivables	851.51	1,463.23
(Decrease)/Increase in trade and other payables	(115.09)	(1,930.28)
Cash generated from/(used in) operations	322.40	(372.01)
Net income tax paid	(16.36)	(46.50)
Net cash generated (used in)/ from operating activities (A)	306.04	(418.51)
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangibles (including Capital work-in-progress)	(30.01)	(2.40)
Proceeds from sale of property, plant and equipment	38.24	8.24
Sale of current investments	-	656.87
Redemption of Non Convertible Debentures in subsidiary company	-	245.00
Decrease/(Increase) in other bank balances	150.67	2.38
Loan given repaid	315.61	-
Interest received	92.20	-
Net cash flow (used in)/generated from investing activities (B)	566.71	910.09
C. Cash flow from financing activities		
Increase/(Decrease) from borrowings (net)	300.00	-
Increase/(Decrease) working capital loans (Net)	205.98	-
Repayment of borrowings to banks and financial institution (Net)	(706.89)	63.39
Payment of lease liability	(502.61)	(374.19)
Finance cost paid	(33.68)	(188.26)
Net cash flow (used in)/ from financing activities (C)	(737.20)	(499.06)
Net increase/(decrease) in Cash and cash equivalents (A+B+C)	135.55	(7.48)
Cash and cash equivalents at the beginning of the year	100.71	108.19
Cash and cash equivalents at the end of the year	236.26	100.71



Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Board of Directors of
MT Educare Limited

Report on the Audit of the Standalone Annual Financial Results

Qualified Opinion

We have audited the accompanying standalone annual financial results of MT Educare Limited (hereinafter referred to as "the Company"), for the quarter ended 31 March 2022 and for the year ended 31 March 2022 ("the Statement" or "Standalone annual financial results"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

- a) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations, in this regard; and
- b) except for the possible effect of the matter described in the basis for qualified opinion paragraph below, gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India of the net loss and other comprehensive income/ (loss) and other financial information of the Company for the quarter ended 31 March 2022 and for the year ended 31 March 2022.

Basis for Qualified Opinion

- a) The Company have recognized net deferred tax assets of Rs. 6,619.26 lakhs based on the estimate that sufficient taxable profits would be available in future years against which deferred tax assets can be utilized. In our opinion, due to uncertainty over the estimated profits for the future years and the existence of unutilized tax losses available, it is uncertain that the Company would achieve sufficient taxable profits in future against which deferred tax assets can be utilized. Accordingly, we are unable to obtain sufficient appropriate audit evidence to corroborate the Management's assessment of recognition of deferred tax assets as at 31 March 2022. Had the deferred tax assets not been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 6,619.26 lakhs. The Opinion on the statement for the year ended 31 March 2021 was also modified in respect of this matter.
- b) The Company has loans, trade receivables and other receivables of Rs 4,436.49 Lakhs (net of provisions) from other parties having operations in the education sector outstanding as at 31 March 2022, which are overdue/ rescheduled. The management considers that COVID-19 have disrupted the operations of parties in education sector and such outstandings have arisen primarily due to lockdowns. Even after withdrawal of lockdown, it is facing difficulties in ramping the business and the management considers that it has resulted in deferment of recovery process than envisaged but the same is considered as good and recoverable. Accordingly, owing to the aforementioned overdues/ reschedulement, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the outstanding receivables and further provisions, if any, required and the consequential impact on the accompanying standalone financial results. The Opinion on the statement for the year ended 31 March 2021 was also modified in respect of this matter.



- c) Note no. 9 in respect of non-provision of interest w.e.f 1 October 2021 on loan from Bank and Financial Institution (“lenders”) declared as Non-Performing Assets (NPA) and which are under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. Had the interest expenses been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 175.86 lakhs (excluding penal interest if any).

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under Section 143(10) of the Companies Act, 2013 (“the Act”). Our responsibilities under those SAs are further described in the Auditor’s Responsibilities for the Audit of the Standalone Annual Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provision of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Material Uncertainty relating to Going Concern

The pandemic Covid-19 has caused an adverse impact on the business operations of the Company and its financial health. The operations of the Company were affected for the year ended 31 March 2022. Further, the Company has defaulted in its debt/ other obligations and matter is pending with NCLT for admission by one of the lender. These indicate the existence of uncertainty that may cast doubt on the Company’s ability to continue as a going concern. The appropriateness of assumption of going concern is dependent upon improvement in cash flows from normal operations in post COVID-19 and timely monetization of assets.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to

- a) Note 6 to the Statement, relating to recoverability of long outstanding vocational trade receivables and unbilled receivables aggregating to Rs. 1,499.70 lakhs (net of provisions) outstanding as at 31 March 2022, which represent amounts recoverable for various Central and State Government/ Agencies projects in education/skill development sector. Based on internal assessment of the management which includes considering the progress of the discussions with the relevant government parties, past trends, contractual rights and evidence of service delivery, realization of partial amounts during the year, the management is of the view that the aforesaid receivable balances (net of provision) outstanding as at 31 March 2022 are good and recoverable.
- b) Note 10 to the Statement, regarding invocation of pledge held by one of the promoter of the company by the lender on account of repayment defaults.
- c) Note 11 to the Statement, states that the management has made an assessment of the impact of COVID-19 on the Company’s operations, financial performance, and position for the quarter ended 31 March 2022 and for the year ended 31 March 2022 and has concluded that there is no impact which is required to be recognized in the standalone financial results. Accordingly, no adjustments have been made to the financial results. However, the extent of the impact of the COVID-19 pandemic on the Company’s standalone financial results is dependent upon future developments.

Our opinion is not modified in respect of these matters.



Management's Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared on the basis of standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone annual financial results

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results 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 standalone annual financial results.

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

- Identify and assess the risks of material misstatement of the standalone annual financial results, 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.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of standalone financial statements on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone annual financial results made by the management.



- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results 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.
- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results 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 controls 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.

Other matter

The standalone annual financial results includes the results for the quarter ended 31 March 2022 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us, as required under the Listing Regulations.

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

A blue ink signature of Sanjay Kothari.The logo for mgb&co LLP, featuring the company name in a blue circle with 'LLP' and 'Chartered Accountants' below it.

Sanjay Kothari

Partner

Membership Number 048215

Mumbai, 19 May 2022

UDIN: 22048215AJGGMU5205

ANNEXURE-I

Statement of Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results-Standalone)

Statement of Impact of Audit Qualifications for the Financial Year ended 31 March 2022 (See regulation 33 of SEBI (LODR) Regulations, 2015)

I	Sl. No.	Particulars	Audited Figures (Rs. in Lakhs) (as reported before adjusting for qualifications)	Audited Figures (Rs. in Lakhs) (as reported after adjusting for qualifications)
	1	Turnover/Total Income	4,044.67	4044.67
	2	Total Expenditure	6,107.70	6283.56
	3	Net Profit/(loss) after tax	(2,516.48)	(9,311.60)
	4	Earnings per share (Rs.)	(3.48)	(12.89)
	5	Total Assets	27,163.84	20,544.58
	6	Total Liabilities	15,792.52	15,968.38
	7	Networth	11,371.30	4,576.18

II Audit Qualifications:

(a) Details of Audit Qualification:

- a. The Company have recognized net deferred tax assets of Rs. 6,619.26 lakhs based on the estimate that sufficient taxable profits would be available in future years against which deferred tax asset can be utilized. In our opinion, due to uncertainty over the estimated profits for the future years and the existence of unutilized tax losses available, it is uncertain that the Company would achieve sufficient taxable profits in future against which deferred tax assets can be utilized. Accordingly, we are unable to obtain sufficient appropriate audit evidence to corroborate the Management's assessment of recognition of deferred tax assets as at 31 March 2022. Had the deferred tax assets not been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 6,619.26 lakhs.

Frequency of Qualification: Appearing for the third time

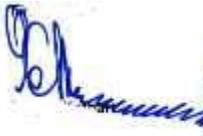
- b. Note no. 9 in respect of non-provision of interest w.e.f 1 October 2021 on loan from Bank and Financial Institution ("lenders") declared as Non-Performing Assets (NPA) and which are under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. Had the interest expenses been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 175.86 lakhs (excluding penal interest if any)

Frequency of Qualification: Appearing for the first time.

(b) Type of Audit Qualification:

Qualified Opinion

	<p>(c) For Audit Qualification(s) where the impact is quantified by the Auditor, Managements Views:</p> <p>a. The management has made internal assessment and have projected Profit & Loss for next 5 years and are of view to have sufficient taxable profits to utilise the DTA.</p> <p>b. The matter is under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. The Company is in discussions with lenders to find the resolution of the matter</p>
	<p>(d) For Audit Qualification(s) where the impact is not quantified by the Auditor:</p>
	<p>(i) Management's estimation on the impact of audit qualification: Nil</p>
	<p>(ii) If Management is unable to estimate the impact, reasons for the same:</p>
	<p>a. The Company has loans, trade receivables and other receivables of Rs 4,436.49 Lakhs (net of provisions) from other parties having operations in the education sector outstanding as at 31 March 2022, which are overdue/ rescheduled. The management considers that COVID-19 have disrupted the operations of parties in education sector and such outstandings have arisen primarily due to lockdowns. Even after withdrawal of lockdown, it is facing difficulties in ramping the business and the management considers that it has resulted in deferment of recovery process than envisaged but the same is considered as good and recoverable. Accordingly, owing to the , aforementioned overdues/ reschedulement, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the outstanding receivables and further provisions, if any, required and the consequential impact on the accompanying standalone financial results.</p> <p>Frequency of Qualification: Appearing for the second time</p>

		(iii) Auditor's Comment on (i) and (ii) above: Auditor's Comment are self-explanatory in auditor's report.
III	Signatories:	
	Siddhartha Halder Chief Financial Officer 19 May 2022	
	Roshan Lal Kamboj Chairman of Audit Committee 19 May 2022	
	Parag Ola Whole Time Director 19 th May, 2022	
	Statutory Auditors For MGB & Co, LLP Firm Registration No. 101169W/W-100035 Sanjay Kothari Partner Membership Number - 048215 19 May 2022	 

Statement of Consolidated Audited Financial Results for the quarter and year ended 31 March 2022

(Rs. in Lakhs, except EPS data)

Sr. No.	Particulars	Quarter Ended	Quarter ended	Quarter Ended	Year ended	Year Ended
		31 March 2022 (Refer Note 12)	31 December 2021	31 March 2021 (Refer Note 12)	31 March 2022	31 March 2021
		Audited	Unaudited	Audited	Audited	Audited
1	Income					
	Revenue from operations	833.89	900.15	393.65	5,304.99	7,517.81
	Other income	867.69	36.39	894.68	1,497.67	3,789.96
	Total income	1,701.59	936.54	1,288.33	6,802.66	11,307.77
2	Expenses					
	Direct expenses (Refer note 4)	855.35	605.17	926.54	3,105.10	3,904.37
	Employee benefits expense	419.88	347.56	435.01	1,426.62	1,945.94
	Finance costs	251.86	186.55	428.10	1,062.01	1,663.12
	Depreciation and amortisation expense	239.25	397.66	519.87	1,471.76	2,633.74
	Other expenses	880.84	381.02	967.64	2,023.50	2,950.24
	Total expenses	2,647.19	1,917.96	3,277.16	9,088.99	13,097.41
3	Profit/(loss) before tax for the period/year (1-2)	(945.60)	(981.42)	(1,988.83)	(2,286.33)	(1,789.64)
4	Tax expense/(credit)	305.35	(21.88)	951.67	266.08	1,233.21
5	Net Profit/(loss) for the period/year after tax attributable to the shareholders of the company (3-4)	(1,250.95)	(959.54)	(2,940.50)	(2,552.41)	(3,022.85)
6	Other comprehensive income (including tax effect)					
	Items that will not be reclassified to profit or loss (Net of tax)	22.31	4.54	(4.77)	10.04	32.55
7	Total comprehensive income for the period/year(5+6)	(1,228.64)	(955.00)	(2,945.27)	(2,542.37)	(2,990.30)
8	Profit/(Loss) for the year attributable to:					
	Owners of the Company	(1,250.95)	(959.54)	(2,940.50)	(2,552.41)	(3,022.85)
	Non controlling interest	-	-	-	-	-
9	Other comprehensive income/(loss) for the year attributable to:					
	Owners of the Company	22.31	4.54	(4.77)	10.04	32.55
	Non controlling interest	-	-	-	-	-
10	Total comprehensive income/(loss) for the year attributable to:					
	Owners of the Company	(1,228.64)	(955.00)	(2,945.27)	(2,542.37)	(2,990.30)
	Non - controlling interest	-	-	-	-	-
11	Paid up equity share capital (Face Value Rs. 10)	7,222.81	7,222.81	7,222.81	7,222.81	7,222.81
12	Other equity				4,530.74	7,073.10
13	Earnings per share (Face Value of Rs. 10 each) (Not annualised for the quarters):					
	Basic	(1.73)	(1.33)	(4.07)	(3.53)	(4.19)
	Diluted	(1.73)	(1.33)	(4.07)	(3.53)	(4.19)



Consolidated Statement of Assets and Liabilities as at 31 March 2022

(Rs. in lakhs)

	As at 31 March 2022	As at 31 March 2021
	Audited	Audited
ASSETS		
Non-current assets		
Property, Plant and Equipment	2,989.83	3,700.75
Right of use assets	985.17	2,123.29
Capital work-in-progress	56.79	-
Investment Property	3,641.84	3,754.95
Goodwill	1,627.52	1,627.52
Intangible assets	21.91	93.33
Financial Assets		
- Investments	0.36	0.34
-Loans	4,368.70	3,060.95
-Others	485.01	374.49
Deferred tax assets (net)	7,251.79	7,210.70
Non-current tax assets (net)	1,044.10	1,331.72
Other non-current assets	-	0.73
Total non-current assets	22,473.02	23,278.77
Current assets		
Financial Assets		
- Investments	0.01	0.01
-Trade receivables	2,420.53	3,044.85
- Cash and cash equivalents	325.45	227.44
- Bank Balances other than Cash and Cash Equivalents	527.75	700.77
-Loans	3,383.54	5,132.91
-Other financial assets	4,030.56	5,074.05
Other current assets	122.20	271.11
Total current assets	10,810.04	14,451.14
TOTAL ASSETS	33,283.06	37,729.91
EQUITY AND LIABILITIES		
Equity		
Equity share capital	7,222.81	7,222.81
Other equity	4,530.74	7,073.10
Total equity	11,753.55	14,295.91
Liabilities		
Non-current liabilities		
Financial Liabilities		
- Borrowings	4,210.50	4,973.63
- Lease liabilities	723.85	993.27
Provisions	385.93	444.84
Deferred tax liability (net)	80.09	84.65
Other non-current liabilities	199.11	39.60
Total non-current liabilities	5,599.48	6,535.99
Current liabilities		
Financial Liabilities		
- Borrowings	4,599.66	3,592.01
- Lease liabilities	225.64	1,242.84
- Trade payables		
Outstanding dues of micro and small enterprises	176.71	92.84
Outstanding dues of creditors other than micro and small enterprises	5,810.04	6,449.19
- Other financial liabilities	3,093.81	3,002.76
Provisions	127.58	199.88
Other current liabilities	1,896.26	2,318.49
Current tax liabilities	0.33	-
Total current liabilities	15,930.03	16,898.01
Total liabilities	21,529.51	23,434.00
TOTAL EQUITY AND LIABILITIES	33,283.06	37,729.91



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Statement of Consolidated Cash Flows for the year ended 31 March 22

	Year ended 31 March 2022	Year Ended 31 March 2021
	₹ in lakhs	₹ in lakhs
A. Cash flow from operating activities		
Profit/(Loss) before tax	(2,286.33)	(1,789.64)
Adjustments for:		
Depreciation and amortisation expenses	1,471.76	2,633.74
Impairment of property, plant and equipment	48.22	103.76
Interest income	(70.96)	(2,241.24)
Finance Cost	1,062.01	1,663.12
Net gain on Investments through FVTPL	-	(14.10)
Net Loss on sale of property, plant and equipment	219.52	9.95
Net Gain on De-recognition of Right of Use Asset	(299.85)	(104.08)
Allowance for doubtful debts and advances/ Bad Debts	608.68	1,617.80
Liabilities written back	(1,057.01)	(1,298.60)
Net loss on foreign exchange transactions and translations	-	0.61
Operating profit before working capital changes	(303.96)	581.32
Changes in working capital:		
Decrease/(Increase) in trade and other receivables	1,493.58	1,730.07
(Decrease)/Increase in trade and other payables	(668.79)	(2,548.40)
Cash generated (used in)/ from operations	520.82	(237.01)
Net income tax paid	21.52	(44.00)
Net cash generated (used in)/ from operating activities (A)	542.34	(281.01)
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangibles (including Capital work-in-progress)	55.86	(71.30)
Proceeds from sale of property, plant and equipment	38.70	62.34
Sale of current investments	(0.00)	642.77
Decrease/(Increase) in other bank balances	173.02	(11.46)
Loan given repaid	167.82	-
Interest received	-	237.45
Net cash flow (used in)/generated from investing activities (B)	435.40	859.79
C. Cash flow from financing activities		
Increase/(Decrease) from borrowings (net)	300.00	-
Increase/(Decrease) working capital loans (Net)	205.98	63.52
Repayment of borrowings to banks and financial institution (Net)	(706.89)	
Payment of lease liability	(606.35)	(529.47)
Finance cost paid	(72.48)	(226.13)
Net cash flow (used in)/ from financing activities (C)	(879.73)	(692.08)
Net increase/(decrease) in Cash and cash equivalents (A+B+C)	98.01	(113.29)
Cash and cash equivalents at the beginning of the year	227.44	340.73
Cash and cash equivalents at the end of the year	325.45	227.44



Notes to the Statement of standalone and consolidated financial results for the quarter and year ended 31 March 2022:

- 1 The above results have been prepared in accordance with the Indian Accounting Standards (INDAS), the provisions of the Companies Act, 2013 (The Act) as applicable and regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.
- 2 The Standalone and Consolidated Financial Results have been audited and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on 19 May, 2022.
- 3 The Company is primarily engaged in one business segment namely coaching services as determined by the chief operating decision maker in accordance with IND AS 108 - "Operating Segments".
- 4 A) Direct expenses mainly includes fees paid to visiting faculties, purchase and printing of study material which is issued to students as a part of course material, center related utilities etc.
B) Other expenses includes provision for bad and doubtful debts/receivable (net) of Rs. 293.97 lakhs/ Rs. 293.97 lakhs for the quarter ended 31 March 2022 and Rs. 619.51 lakhs / Rs. 619.51 lakhs for the year ended 31 March 2022 for the Group/ Company respectively.
- 5 The Group / Company has loans, trade receivables and other receivables of Rs 10,578.38 lakhs/ Rs. 4436.50 lakhs (net of provisions) outstanding as at 31 March 2022 from other parties having operations in the education sector , which are overdue/rescheduled. The management is of the opinion that COVID-19 pandemic and the subsequent lockdowns have disrupted the operations of parties in education sector. Although, even after the withdraw of lockdown, the Group / Company is facing difficulties in ramping up the business which has resulted in deferment of recovery process beyond what has been envisaged. We anticipate progress in business in the coming quarters which will enable recovery of the receivables in an orderly manner. At this present juncture, the management considers the outstanding dues to be good and recoverable.
- 6 The Group / Company had undertaken various Central and State Government/ Agencies, projects in education/skill development sector. Most of these projects are complete and partial recoveries have been made during the year. However, as at 31 March 2022, Rs 2274.77 lakhs/ Rs. 1499.70 lakhs (net of provisions) is still receivable from the concerned department/ agency which is mainly on account of delays/ long process . In the opinion of the management, such balances are fully recoverable however, necessary provision has been made wherever required.
- 7 The pandemic Covid-19 has caused an adverse impact on the business operations of the Group /Company and its financial health. Though the Group / company has restarted its offline coaching centers but is still facing difficulties in ramping up its operations. Further, the Group /Company has defaulted in its debt and other obligations. These indicate the existence of uncertainty that may cast doubt on the Group /Company's ability to continue as a going concern. However, the management has re-evaluated and concluded that the Group /Company will have sufficient liquidity to continue its operations in an uninterrupted manner on an assumption of going concern is dependent on its business operations, demand for its product portfolio and improvement in projected cashflows through normal operations and timely monetization of assets. The financial statements have been prepared on a going concern basis based on business potentials and the mitigating steps being taken by the Group /Company.
- 8 During the year the Group/Company had carried out Confirmation/ reconciliation process with most of its vendors and others parties including certain advances other than related parties and accordingly effect of these reconailaiton has been considered in other income amounting to Rs. 835.00/ Rs. 595.57 lakhs
- 9 The Company and its Subsidiary has taken loan from Bank and Financial Institution ("lenders") and has applied for One Time Restructuring (OTR) but were rejected by the lenders and accordingly was declared as Non-Performing Assets (NPA). Subsequently one of the lender filed petition in NCLT against the company and its subsidiary which was pending for admission in the NCLT. Since there are disputes w.r.t the claims and the matter is before NCLT, the Company and its subsidiary has not recognised the interest expense there upon w.e.f 01 October 2021 amounting to Rs. 175.86 lakhs/257.74 lakhs (excluding penal interest if any) of the Company and its subsidiary respectively.
- 10 The Company had taken loan from Bank (Lender) which was secured against the pledge of equity shares of the Company held by one of the promoters. The pledge was invoked by the lender during the year ended 31 March 2022 and Rs 228.76 lakhs is adjusted against the dues owed by the Company.
- 11 **Note on COVID -19**
The nationwide lockdown due to spread of COVID-19 and other significant restrictions imposed on the movement had an impact on the education sector including Group /Company's coaching centres which continued to remain shut for major part or operated with restricted movement for the year ended 31 March 2022. However, during this period, the Group /Company continued to provide coaching for the ongoing courses in both manners i.e "on line" and "Hybrid model". After the withdrawal of lockdown, the Group / Company has started opening offline coaching centers and resumed physical coaching, however, facing difficulties in ramping up the business. We anticipate progress in business in the coming quarters.

The management has re-evaluated the likely impact of COVID-19 considering internal and external sources of information up to the date of approval of these financial results, on its business operations, demand for its product portfolio and based on the projected cash flows drawn, the management has concluded that the Group /Company will have sufficient liquidity to continue its operation in an uninterrupted manner. Also, the management is of the view that there is no material impact and is confident of recovering the carrying amount of all the assets and will continue to closely monitor any material changes to future economic conditions.
- 12 Figures for the quarter ended 31 March 2022 and 31 March 2021 are the balancing figures between audited figures for the financial year and reviewed year to date figure upto third quarter of the respective financial year.
- 13 The figures for the previous year/periods have been regrouped wherever necessary.

Mumbai, 19 May 2022

For and on behalf of the Board of Directors

Parag Oja
Whole-Time Director
DIN: 08133069



Independent Auditor's Report on the Quarterly and Year to Date Audited Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of
MT Educare Limited

Report on the Audit of the Consolidated Annual Financial Results

Qualified Opinion

We have audited the accompanying consolidated annual financial results of **MT Educare Limited** (hereinafter referred to as "the Holding Company" or "the Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended 31 March 2022 and for the year ended 31 March 2022 ("the Statement" or "consolidated annual financial results") being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the consolidated annual financial results:

a) includes the annual financial results of the following entities:

Holding Company

MT Educare Limited

Subsidiaries

- i. MT Education Services Private Limited
- ii. Lakshya Forrum for Competitions Private Limited
- iii. Chitale's Personalised Learning Private Limited
- iv. Sri Gayatri Educational Services Private Limited
- v. Robomate Edutech Private Limited
- vi. Letspaper Technologies Private Limited
- vii. Labh Ventures India Private Limited

b) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations, in this regard;
and

c) except for the possible effects of the matter described in the basis for qualified opinion paragraph below, give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the consolidated net loss and consolidated other comprehensive income and other financial information of the Group for the quarter ended 31 March 2022 and for the year ended 31 March 2022.



Basis for Qualified Opinion

- a) The Group have recognized net deferred tax assets of Rs. 6,959.96 Lakhs based on the estimate that sufficient taxable profits would be available in future years against which deferred tax assets can be utilized. In our opinion, due to uncertainties over the estimated profits for the future years and the existence of unutilized tax losses available, it is uncertain that the Group would achieve sufficient taxable profits in future against which deferred tax assets can be utilized. Accordingly, we are unable to obtain sufficient appropriate audit evidence to corroborate the Management's assessment of recognition of deferred tax assets as at 31 March 2022. Had the deferred tax asset not been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 6,959.96 lakhs. The Opinion on the statement for the year ended 31 March 2021 was also modified in respect of this matter.
- b) The Group has loans, trade receivables and other receivables of Rs 10,578.38 lakhs (net of provisions) from other parties having operations in the education sector outstanding as at 31 March 2022, which are overdue / rescheduled. The management considers that COVID-19 have disrupted the operations of parties in education sector and such outstandings have arisen primarily due to lockdowns. Even after withdrawal of lockdown, it is facing difficulties in ramping the business and the management considers that it has resulted in deferment of recovery process than envisaged but the same is considered as good and recoverable. Accordingly, owing to the aforementioned overdue/ reschedulement, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the outstanding receivables and further provisions, if any, required and the consequential impact on the accompanying consolidated financial results. The Opinion on the statement for the year ended 31 March 2021 was also modified in respect of this matter.
- c) Note no. 9 in respect of non-provision of interest w.e.f 1 October 2021 on loan from Bank and Financial Institution ("lenders") declared as Non-Performing Assets (NPA) and which are under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. Had the interest expenses been recognised the loss for the year ended 31 March 2022 would have been higher by Rs. 257.74 lakhs (excluding penal interest if any).

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provision of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Material Uncertainty relating to Going Concern

The pandemic Covid-19 has caused an adverse impact on the business operations of the Group and its financial health. The operations of the Group were affected for the year ended 31 March 2022. Further, the Group has defaulted in its debt/ other obligations and matter is pending with NCLT for admission by one of the lender. These indicate the existence of uncertainty that may cast doubt on the Group's ability to continue as a going concern. The appropriateness of assumption of going concern is dependent upon improvement in cash flows from normal operations post COVID-19 and timely monetization of assets.

Our opinion is not modified in respect of this matter.



Emphasis of Matter

We draw attention to

- a) Note 6 to the Statement, relating to recoverability of long outstanding vocational trade receivables and unbilled receivables aggregating to Rs. 2,274.40 lakhs (net of provisions) outstanding as at 31 March 2022, which represent amounts recoverable from various Central and State Government/ Agencies projects in education/skill development sector. Based on the internal assessment of the management which includes considering the progress of the discussions with the relevant government parties, past trends, contractual rights and evidence of service delivery, realization of partial amounts during the year, the management is of the view that the aforesaid receivable balances (net of provision) outstanding as at 31 March 2022 are good and recoverable.
- b) Note 10 to the Statement, regarding invocation of pledge held by one of the promoter of the company by the lender on account of repayment defaults.
- c) Note 11 to the Statement, states that the management has made an assessment of the impact of COVID-19 on the Group's operations, financial performance, and position as at and for the year ended 31 March 2022 and has concluded that there is no impact which is required to be recognized in the consolidated financial results. Accordingly, no adjustments have been made to the financial results. However, the extent of the impact of the COVID-19 pandemic on the Group's consolidated financial results is dependent upon future developments

Our opinion is not modified in respect of these matters.

Management's Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.



The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results 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 consolidated annual financial results

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

- Identify and assess the risks of material misstatement of the consolidated annual financial results, 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.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of consolidated financial statements on whether the Group has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated annual financial results made by the management.
- Conclude on the appropriateness of the 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 Group 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 consolidated annual financial results 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of the financial results of such entities included in the consolidated annual financial results of which we are independent auditors. We remain solely responsible for our audit opinion.

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 controls 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

The consolidated annual financial results include the results for the quarter ended 31 March 2022 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the relevant financial year which were subject to limited review by us, as required under the Listing Regulations

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035



Sanjay Kothari

Partner

Membership Number 048215

Mumbai, 19 May 2022

UDIN: 22048215AJGGUH2952

ANNEXURE-I

Statement of Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results-Consolidated)

Statement of Impact of Audit Qualifications for the Financial Year ended March 31st, 2020 (See regulation 33 of SEBI (LODR) Regulations, 2015)

I	Sl. No.	Particulars	Audited Figures (Rs. in Lakhs) (as reported before adjusting for qualifications)	Audited Figures (Rs. in Lakhs) (as reported after adjusting for qualifications)
	1	Turnover/Total Income	6,802.66	6,802.66
2	Total Expenditure	9,088.99	9,346.73	
3	Net Profit/(loss) after tax	(2,552.41)	(9,770.11)	
4	Earnings per share (Rs.)	(3.54)	(13.53)	
5	Total Assets	33,283.06	26,323.10	
6	Total Liabilities	21,529.51	21,787.25	
7	Networth	11,753.55	4,535.85	

II	Audit Qualifications:
	<p>(a) Details of Audit Qualification:</p> <p>a. The Group have recognized net deferred tax assets of Rs. 6,959.96 Lakhs based on the estimate that sufficient taxable profits would be available in future years against which deferred tax asset can be utilized. In our opinion, due to uncertainties over the estimated profits for the future years and the existence of unutilized tax losses available, it is uncertain that the Group would achieve sufficient taxable profits in future against which deferred tax assets can be utilized. Accordingly, we are unable to obtain sufficient appropriate audit evidence to corroborate the Management's assessment of recognition of deferred tax assets as at 31 March 2022. Had the deferred tax assets not been recognized, the net loss for the year ended 31 March 2022 would have been higher by Rs. 6,959.96 lakhs</p> <p>Frequency of Qualification: Appearing for the third time</p> <p>b. Note no. 9 in respect of non-provision of interest w.e.f 1 October 2021 on loan from Bank and Financial Institution ("lenders") declared as Non-Performing Assets (NPA) and which are under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. Had the interest expenses been recognised the loss for the year ended 31 March 2022 would have been higher by Rs. 257.74 lakhs (excluding penal interest if any)</p> <p>Frequency of Qualification: Appearing for the first time</p>
	<p>(b) Type of Audit Qualification: Qualified Opinion</p>

For Audit Qualification(s) where the impact is quantified by the Auditor, Managements Views:	
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	<p>a. The management has made internal assessment and have projected Profit & Loss for next 5 years and are of view to have sufficient taxable profits to utilise the DTA.</p> <p>b. The matter is under dispute with the lenders and also matter is pending for admission in the National Company Law Tribunal (NCLT) by one of the lender. The Company is in discussions with lenders to find the resolution of the matter</p>
(e) For Audit Qualification(s) where the impact is not quantified by the Auditor:	
	(i) Management's estimation on the impact of audit qualification: Nil
	(ii) If Management is unable to estimate the impact, reasons for the same:
	<p>a. The Group has loans, trade receivables and other receivables of Rs 10,578.38 lakhs (net of provisions) from other parties having operations in the education sector outstanding as at 31 March 2022, which are overdue / rescheduled. The management considers that COVID-19 have disrupted the operations of parties in education sector and such outstandings have arisen primarily due to lockdowns. Even after withdrawal of lockdown, it is facing difficulties in ramping the business and the management considers that it has resulted in deferment of recovery process than envisaged but the same is considered as good and recoverable. Accordingly, owing to the aforementioned overdues/ reschedulement, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the outstanding receivables and further provisions, if any, required and the consequential impact on the accompanying consolidated financial results. The Opinion on the statement for the year ended 31 March 2021 was also modified in respect of this matter.</p> <p>Frequency of Qualification: Appearing for the second time</p>
	(iii) Auditor's Comment on (i) and (ii) above:

		Auditor's Comment are self-explanatory in auditor's report.
III	Signatories:	
	Siddhartha Haldar Chief Financial Officer 19 May 2022	
	Roshan Lal Kamboj Chairman of Audit Committee 19 May 2022	
	Parag Ola Whole Time Director 19 th May, 2022	
	Statutory Auditors For MGB & Co. LLP Firm Registration No. 101169W/W-100035 Sanjay Kothari Partner Membership Number - 048215 19 May 2022	 