



P. MURALI & CO.,
CHARTERED ACCOUNTANTS
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INDEPENDENT AUDITOR'S REPORT

To The Members Of
VIRINCHI LEARNING PVT LTD
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of M/s **VIRINCHI LEARNING PVT LTD** ("the Company"), which comprises the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information.

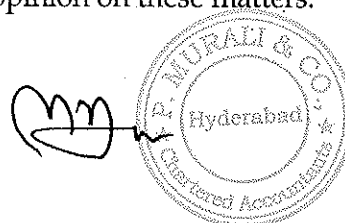
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other 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 audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.





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Depending on the facts and circumstances of the entity and the Audit, there are no key audit matters to communicate in the Audit Report.

Emphasis of Matter

The company has incurred losses and net worth of the company has eroded. It raises substantial doubt about the company's ability to continue as going concern. According to the information and explanations given to us, The Company's management expects that company will generate the profits in the near future and the net worth of the company will improve accordingly, hence these financial statements have been prepared on the basis of going concern assumption.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

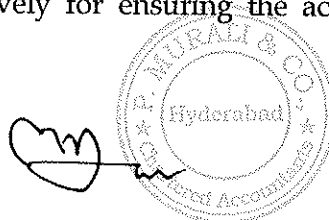
Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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





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completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

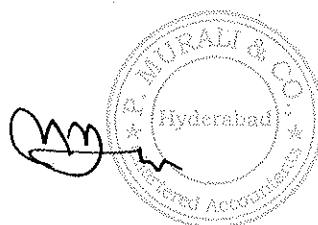
The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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.

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 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.
- 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 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system 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 made by management.





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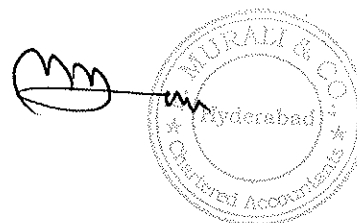
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we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

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in: (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.





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Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) The Company has not paid any managerial remuneration to its directors.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have pending litigations which would have impact on its financial position.
 - ii. The Company doesn't not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



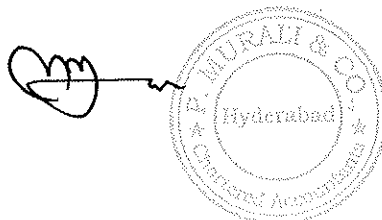


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- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The Management has represented that, to the best of its knowledge and belief, no funds have been 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- v. The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vi. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations above (iv) and (v) under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- vii. The company has not declared or paid any dividend during the year.
- viii. The Company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.





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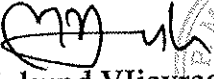
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2. As required by the Companies (Auditor's Report) Order, 2020("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For P. Murali & Co.,
Chartered Accountants
Firm's Regn.No:007257S


Mukund Vijayrao Joshi
Partner

M.No:024784

UDIN: 2502 4784 BM1XT17036

Place: Hyderabad

Date: 28-05-2025





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ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of VIRINCHI LEARNING PVT LTD of even date

i. In respect of the Company's PPE:

(a)

1. According to the information and explanations given to us and on the basis of our examination of records, the company doesn't have any Property Plant & Equipment (PPE).

2. The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, the company doesn't have any immovable properties.

(c) As per the information provided 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.

ii.

(a) The Company does not hold any inventory.

(b) The company has not taken working Capital loan from Banks or Financial Institutions on the basis of security of current assets.



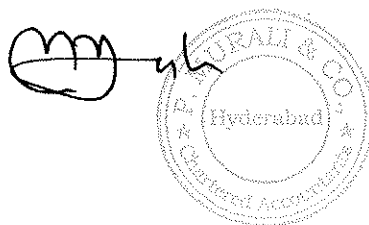


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- iii. According to the information and explanations given to us and on the basis of our examination of records of the company, during the year the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or any other parties.
- iv. According to the information and explanations given to us and on the basis of our examination of records, the company has not made any investments or granted any loans or Advances in the nature of loans to the parties covered under section 185 and 186 of the Companies Act, 2013
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. The cost records as specified under sec 148(1) of the Companies Act 2013, is not prescribed to the company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
- (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Custom Duty, Goods and Services Tax and other material statutory dues, as applicable, with the appropriate authorities in India.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.





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- (c) According to the information and explanation given to us and based on the records of the company examined by us, there are no dues of Income Tax, Goods and Service Tax and Customs Duty which have not been deposited as at March 31, 2025 on account of any dispute.
- viii. Based on our audit procedures and according to the information and explanations given to us, the company does not have any transactions which are not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act.
- ix.
- (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and any other Lenders.
- (b) The Company is not declared as willful defaulter by any bank or financial Institution or other lenders.
- (c) In our opinion and according to the information and explanations given to us, the company has not raised term loans during the year.
- (d) In our opinion and according to the information and explanations given to us, no funds raised on short term basis which have been utilized for long term purposes.
- (e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x.
- (a) In our opinion and according to the information and explanations given to us, the company has not raised any money by way of initial public offer, further public offer (including debt instruments) during the year.





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- (b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully Convertible Debentures (partly or optionally convertible debentures) during the year under review.

xi.

- (a) According to the information and explanations given to us, no fraud by the company or on the company has been noticed or reported during the course of our Audit.
- (b) According to the information and explanations given to us, no Report has been filed in form ADT-4 with the Central Government as prescribed under Sub section (12) of Section 143 of the companies Act, 2013.
- (c) According to the information and explanations given to us, the company has not received any Whistle-blower complaints during the year.

xii. In our opinion the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it.

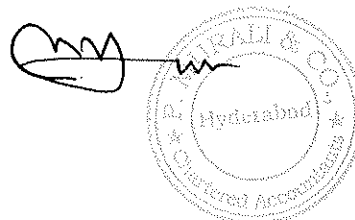
xiii. In our opinion and according to the information and explanation given to us, Section 177 is not applicable because of the threshold limits and there are no related party transactions as specified under section 188 of the Companies Act, 2013.

xiv. In our opinion and based on our examination, the company doesn't have an internal audit system and is not required to have an internal audit system as per provisions of section 138 of the Companies Act, 2013.

xv. According to the information and explanations given to us the Company has not entered into non-cash transactions with its directors or persons connected with him.

xvi.

- (a) In our opinion, the company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934.
- (b) In our opinion, the company has not conducted any Nonbanking financial or Housing finance activities without a valid certificate of Registration from the Reserve Bank of India as per Reserve Bank of India Act, 1934.





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- (c) In our opinion, the Company is not a Core Investment Company (CIC) as defined by the Reserve Bank of India.
- (d) In our opinion, the Company is not part of any Group. Therefore, the requirement of Paragraph 3(xvi)(d) is not applicable to the company.
- xvii. The Company has incurred cash losses of Rs. 1832.047 thousand in the current year and there is Rs.5813.767 thousand cash loss in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, based on our knowledge of the Board of Directors' and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and company is capable of meeting its liabilities existing at the date of balance sheet.
- xx. The Company is not covered under the provisions of section 135 of the Companies Act, 2013.

For P. Murali & Co.,
Chartered Accountants
Firm's Regn.No:007257S

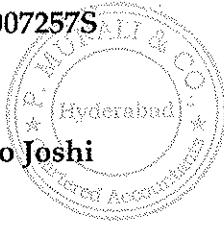
Mukund Vijayrao Joshi
Partner

M.No:024784

UDIN: 25024784BM1X717036

Place: Hyderabad

Date: 28-05-2025





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ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **M/s VIRINCHI LEARNING PVT LTD** of even date .

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

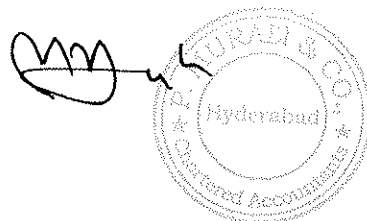
We have audited the internal financial controls over financial reporting of **M/s VIRINCHI LEARNING PVT LTD** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our Audit. We conducted our audit in accordance with the Guidance note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an Audit of Internal Financial Controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed the audit to obtain reasonable assurance about whether adequate internal financial controls over financial





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reporting was established and maintained and if such controls operated effectively in all material respects.

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

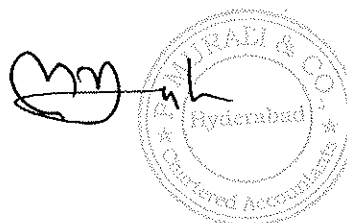
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion and the company's internal financial control system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial





P. MURALI & CO.,
CHARTERED ACCOUNTANTS
6-3-655/2/3, SOMAJIGUDA,
HYDERABAD - 500 082. T.G, INDIA

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(91-40) 2339 3967,
(91-40) 2332 2119, 2331 7032

Email : pmurali.co@gmail.com
pmurali.tax@gmail.com
info@pmurali.com

Website : www.pmurali.com

reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P. Murali & Co.,
Chartered Accountants
Firm's Regn.No:007257S

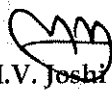
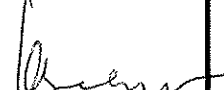

Mukund Vijayrao Joshi
Partner

M.No:024784

UDIN:25024784BM1XT17636

Place: Hyderabad

Date: 28-05-2025-

VIRINCHI LEARNING PVT LTD			
Balance Sheet as on March 31		(Rs. In Thousands)	
Particulars	Note No	2025	2024
ASSETS			
1) NON CURRENT ASSETS			
Property, Plant and Equipment		-	-
Intangible Assets	1	2,685.48	5,320.80
Financial Assets			
i) Investments		-	-
ii) Trade Receivables		-	-
iii) Loans		-	-
Deferred Tax Assets (Net)		-	-
Other Non-Current assets		-	-
2) CURRENT ASSETS			
Financial assets			
i) Investment		-	-
ii) Trade Receivables	2	-	-
iii) Cash and Cash Equivalents	3	149.03	119.48
iv) Loans	4	990.00	990.00
v) Other financial assets		-	-
Current Tax Assets (Net)	5	-	-
Other Current Assets		-	-
TOTAL ASSETS		3,824.52	6,430.29
EQUITY AND LIABILITIES			
1) Equity			
Equity Share Capital	6	1,950.00	1,950.00
Other Equity	7	(30,058.21)	(26,087.55)
2) Non-Current Liabilities			
Financial Liabilities			
i) Borrowings	8	5,704.22	9,477.42
ii) Trade Payables		-	-
iii) Other financial liabilities		-	-
Provisions		-	-
Deferred tax liabilities (net)	9	176.21	672.91
Other non current liabilities		-	-
3) Current Liabilities			
Financial Liabilities			
i) Borrowings	8	25,809.30	20,306.60
ii) Trade Payables		-	-
iii) Other financial liabilities		-	-
Provision	10	243.00	110.91
Other current liabilities		-	-
Current tax liabilities (net)		-	-
TOTAL EQUITY AND LIABILITIES		3,824.52	6,430.29
Notes referred to above form an integral part of the Financial Statements			
As per our Report of Even Date		For and on behalf of the Board	
FOR P MURALI & CO.,		M/s. Virinchi Learning Pvt Ltd	
Chartered Accountants			
Firm Registration No. 007257S			
 M.V. Joshi Partner M. No. 024784 UDIN: 25024784BMIXTI7036 Place : Hyderabad Date : 27 May 2025		 M.V. Srinivasa Rao Director DIN: 00846334	
		 K. Sri Kalyan Director DIN: 03137506	

VIRINCHI LEARNING PVT LTD

Statement of Profit and Loss for the year ended March 31 (Rs. In Thousands)

Particulars	Note No	2025	2024
Revenue from operations	11	-	910.00
Other Income	12	-	-
Total Revenue		-	910.00
Expenses:			
Cost of Materials consumed		-	-
Purchase of Stock in trade		-	-
Changes in inventories of finished goods, work in progress and stock in trade		-	-
Employee Benefit Expenses	13	-	-
Depreciation	1	2,635.32	2,635.32
Amortisation Expenses		-	-
Financial costs	14	1,825.91	1,482.71
Other Administrative Expenses	15	6.13	9.06
Total Expenses		4,467.37	4,127.09
Profit / (loss) before exceptional items and tax		(4,467.37)	(3,217.09)
Exceptional Items		-	-
Profit / (Loss) before tax		(4,467.37)	(3,217.09)
Tax expense:			
(a) Current tax		-	-
(b) Deferred tax		(496.70)	(441.14)
Profit / (loss) for the period from continuing operations		(3,970.67)	(2,775.95)
Other Comprehensive Income (Net of Tax)		-	-
Total Comprehensive Income for the period		(3,970.67)	(2,775.95)
Earning per equity share:			
(a) Basic		(20.36)	(14.24)
(b) Diluted		(20.36)	(14.24)

Notes referred to above form an integral part of the Financial Statements

As per our Report of Even Date

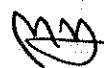
For and on behalf of the Board

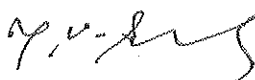
For P MURALI & CO.,

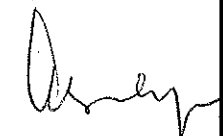
M/s. Virinchi Learning Pvt Ltd

Chartered Accountants

Firm Registration No.007257S


M.V. Joshi
 Partner
 M. No. 024784
 UDIN: 25024784BMIXTI7036


M.V. Srinivasa Rao
 Director
 DIN: 00816334


K. Sri Kalyan
 Director
 DIN: 03137506

Place : Hyderabad
 Date : 27 May 2025



M/s. VIRINCHI LEARNING PVT LTD			
Cash Flow Statement for the Year Ended March 31		(Rs. In Thousands)	
Particulars	2025	2024	
A. Cash Flow from Operating Activities:			
Net Profit/ (Loss) before taxation and extraordinary items	(4,467.37)	(3,217.09)	
Adjustments for:			
Depreciation	2,635.32	2,635.32	
Amortisation Expenses	-	-	
Interest expenses	1,825.91	1,482.71	
Operating Profit before Working Capital Changes	(6.13)	900.94	
Changes in Assets & Liabilities			
Trade and Other Receivables	-	-	
Other assets	0.00	(942.00)	
Trade and Other Payables	-	-	
Other liability	5,502.70	6,339.70	
Provisions	132.09	(77.55)	
Cash Generated from Operations	5,628.66	6,221.09	
Taxation for the year	-	-	
Net Cash Generated from / (used in) Operating Activities	5,628.66	6,221.09	
B. Cash Flow from Investing Activities:			
Purchase of Fixed Assets	-	-	
Investment	-	-	
Net Cash used in Investing Activities	-	-	
C. Cash Flow From Financing Activities:			
Net Proceeds from Long Term Borrowings	(3,773.19)	(5,324.79)	
Interest & Finance Cost	(1,825.91)	(1,482.71)	
Net Cash Generated from/ (used in) Financing Activities	(5,599.11)	(6,807.50)	
Net Increase In Cash And Cash Equivalents	29.55	(586.41)	
Cash and Cash equivalents as at Beginning of the Year	119.48	705.90	
Cash and Cash equivalents as at End of the Year	149.03	119.48	

Notes referred to above form an integral part of the Financial Statements

As per our Report of Even Date

For and on behalf of the Board

For P MURALI & CO.,

M/s. Virinchi Learning Pvt Ltd

Chartered Accountants

Firm Registration No.007257S

M.V. Joshi

Partner

M. No. 024784

UDIN: 25024784BMIXTI7036

M.V. Srinivasa Rao

Director

DIN: 00816334

K. Sri Kalyan

Director

DIN: 03137506

Place : Hyderabad

Date : 27 May 2025

VIRINCHI LEARNING PVT LTD**Standalone Statement of Changes in Equity for the year ended 31 March 2025**

(All amounts in Indian Rupees in Thousands, except Share data and where otherwise stated)

EQUITY SHARE CAPITAL

	No. of Shares	Amount
Balance as at 31 March 2024	1,95,000	1,950.00
Balance as at 31 March 2025	1,95,000	1,950.00

OTHER EQUITY

Particulars	Reserves and Surplus				Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	
Balance as of 31 March 2023	-	16,650.00	-	(39,961.60)	(23,311.60)
Profit for the year	-	-	-	(2,775.95)	(2,775.95)
Other Comprehensive Income	-	-	-	-	-
Re-measurement Gains / (Losses) on Defined Benefit Plans, net of Tax	-	-	-	-	-
Income-tax effect	-	-	-	-	-
Balance as of 31 March 2024	-	16,650.00	-	(42,737.55)	(26,087.55)
Profit for the year	-	-	-	(39,70,667)	(3,970.67)
Other Comprehensive Income	-	-	-	-	-
Re-measurement Gains / (Losses) on Defined Benefit Plans, net of Tax	-	-	-	-	-
Income-tax effect	-	-	-	-	-
Balance as of 31 March 2024	-	16,650.00	-	(46,708.21)	(30,058.21)

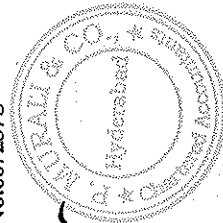
The accompanying notes are an integral part of the Standalone Financial Statements.

As per our report of even date

FOR P MURALI & CO.,

Chartered Accountants

Firm Registration No.007257S



(Signature)
M.V. Joshi
Partner
M. No. 024784

Place : Hyderabad

Date : 27 May 2025

for and on behalf of the Board of Directors of
M/s. Virinchi Learning Pvt Ltd*(Signature)*

M.V. Srinivasa Rao
Director
0816334

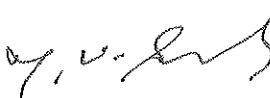


(Signature)
K. Sri Kalyan
Director
DIN: 03137506

NOTE 1: Property, Plant and Equipment

(Rs. In Thousands)

Particulars	Product Development	Computer Software	Total
Deemed Cost			
At 31 March 2023	26,353.21	74.55	26,427.76
Additions	-	-	-
Deletions	-	-	-
At 31 March 2024	26,353.21	74.55	26,427.76
Additions	-	-	-
Deletions	-	-	-
At 31 March 2025	26,353.21	74.55	26,427.76
Accumulated Depreciation			
At 31 March 2023	18,397.08	74.55	18,471.63
Charge for the year	2,635.32	-	2,635.32
Less: Adjustments			
At 31 March 2024	21,032.40	74.55	21,106.95
Charge for the year	2,635.32	-	2,635.32
Less: Adjustments			
At 31 March 2025	23,667.72	74.55	23,742.27
Carrying amount			
At 31 March 2024	5,320.80	-	5,320.80
At 31 March 2025	2,685.48	-	2,685.48





Notes forming part of Balance sheet

(Rs. In Thousands)

NOTE NO. 2 : TRADE RECEIVABLES

Particulars	As At 31/03/2025	As At 31/03/2024
Secured and considered good		
Unsecured, Considered Good	-	-
Doubtful	-	-
Less: Allowance for doubtful receivables	-	-
Total	-	-

NOTE NO.3 : CASH AND BANK BALANCES

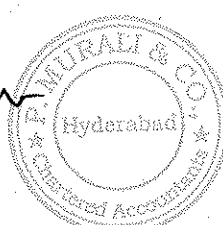
Particulars	As At 31/03/2025	As At 31/03/2024
a) Balances with Banks :		
1) On Current Accounts	140.36	110.81
2) On Deposit Accounts		
b) Cash on Hand	8.67	8.67
Total	149.03	119.48

NOTE NO 4 :Loans (Unsecured)

Particulars	As At 31/03/2025	As At 31/03/2024
Non-current		
Loans	-	-
Related Parties	-	-
Total	-	-
Current		
Employee advances	-	-
Other Short Term Loans	990.00	990.00
Total	990.00	990.00

NOTE NO. 5 : CURRENT TAX ASSETS

Particulars	As At 31/03/2025	As At 31/03/2024
TDS Receivable		
Total	-	-


VIRINCHI LEARNING PVT. LTD.

Notes forming part of the Standalone Financial Statements

(All amounts in Indian Rupees in Thousands, except Share data and where otherwise stated)

Note No. 6 : Share Capital**Authorized Share Capital**

2,00,000 (31 March 2022) Equity shares of INR 10 each

31 March 2025 31 March 20242,000.00 2,000.00**Issued, Subscribed and Fully Paid-up**

1,95,000 Equity shares of INR 10/- each fully paid-up

1,950.00 1,950.001,950.00 1,950.00**(a) Reconciliation of Shares outstanding at the beginning and end of the reporting year**

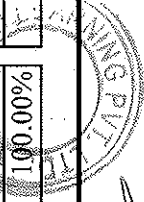
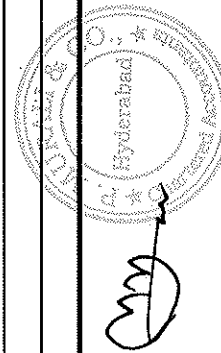
Particulars	31 March 2025		31 March 2024	
	No. of Equity Shares	Amount	No. of Equity Shares	Amount
Outstanding at the beginning of the year	1,95,000	1,950.00	1,95,000	1,950.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,95,000	1,950.00	1,95,000	1,950.00

(b) Terms / rights attached to the Equity Shares

Equity Shares of the Company have a par value of INR 10 Per Share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining Assets of the Company, after distribution of all Preferential Amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

(c) Details of Shareholders holding more than 5% shares in the Company

Particulars	31 March 2025		31 March 2024	
	No. of Equity Shares held	% holding in the class	No. of Equity Shares held	% holding in the class
Virinchi Ltd	1,95,000	100.00%	1,95,000	100.00%



Note No. 7: Other Equity

(Rs. In Thousands)

31 March 2025 31 March 2024**Capital Reserve:**

Opening Balance

Add: Premium on fresh issue

Closing Balance

Securities Premium:

Opening Balance

Additions during the year

Closing Balance

Securities Premium consists of the difference between the face value of the Equity Shares and the consideration received in respect of Shares issued.

General Reserve:

Opening Balance

Add: Transfers during the year

Closing Balance

The General Reserve is used from time to time to transfer Profits from Retained Earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of Equity to another and is not an item of Other Comprehensive Income, items included in the General Reserve will not be reclassified subsequently to Profit or Loss.

Retained Earnings:

Opening Balance

Profit/(Loss) for the year

Other Comprehensive Income

Less: Transfers to General Reserve

Closing Balance

Total Other Equity

Retained Earnings reflect Surplus / Deficit after Taxes in the Profit or Loss. The amount that can be distributed by the Company as Dividends to its Equity Shareholders is determined based on the balance in this reserve and also considering the requirements of the Companies Act, 2013.



NOTE NO 8 BORROWINGS

(Rs. In Thousands)

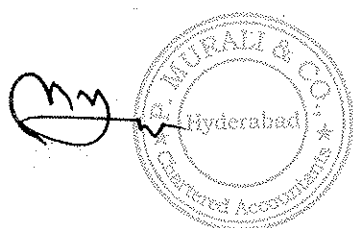
Particulars	As At 31/03/2025	As At 31/03/2024
Non-current Borrowings		
Secured Loans		
NSDC	5,704.22	9,477.42
Total	5,704.22	9,477.42
Current Borrowings		
From Related parties	25,809.30	20,306.60
unsecured Loans	-	-
Total	25,809.30	20,306.60

NOTE NO 9. Deferred Tax Liability, net

Particulars	As At 31/03/2025	As At 31/03/2024
Deferred Tax Asset		
- Tangible and Intangible Assets		
- Provision allowed under tax on payment basis		
- Expected Credit Loss on Financial Assets		
- Depreciation		
Total		
Deferred Tax Liability	672.91	1,114.05
Add: Deferred tax for the Year	(496.70)	(441.14)
Total Deferred Tax Liability, net	176.21	672.91

NOTE NO 10 Provisions

Particulars	As At 31/03/2025	As At 31/03/2024
Non-Current		
(a) Provision for employee Benefits		
(b) Others		
Statutory dues	-	-
Current		
(a) Provision for employee Benefits	-	-
Provision for provident and other funds	-	-
Provision for gratuity	-	-
salary payable	-	-
(b) Others		
Service Warranties	-	-
Statutory dues		
i) Income Tax Payable	-	-
ii) TDS Payable	231.20	105.01
Provision for Expenses		
i) Consultancy Charges Payable	-	-
ii) Audit Fee Payable	11.80	5.90
Total	243.00	110.91



Notes forming part of Statement of Profit & Loss

(Rs. In Thousands)

NOTE NO. 11 : REVENUE FROM OPERATIONS		
PARTICULARS	Year ended 31st Mar 2024	Year ended 31st Mar 2024
Domestic Fee Collections	-	910.00
Total	-	910.00

NOTE NO. 12 : OTHER INCOME		
PARTICULARS	Year ended 31st Mar 2024	Year ended 31st Mar 2024
Interest on IT Refund	-	-
Total	-	-

NOTE NO. 13: EMPLOYEE BENEFIT EXPENSES		
PARTICULARS	Year ended 31st Mar 2024	Year ended 31st Mar 2024
a) Salaries & Other Allowence	-	-
Total	-	-

NOTE NO. 14 : FINANCE COST		
Particulars	Year ended 31st Mar 2024	Year ended 31st Mar 2024
Interest NSDC	564.02	432.60
Interest charges Advances	1,261.89	1,050.11
Total	1,825.91	1,482.71

NOTE NO. 15: OTHER ADMINISTRATIVE EXPENSES		
PARTICULARS	Year ended 31st Mar 2024	Year ended 31st Mar 2024
Audit Fee	5.90	5.90
Rates & Taxes	-	-
Bank charges	0.23	3.16
Office maintenance	-	-
Printing & Stationary	-	-
Business promotion expenses	-	-
Consultancy charges	-	-
Total	6.13	9.06

Handwritten signature: *g.v.s.*

Stamp: VIRINCHI LEARNING PVT. LTD.

Stamp: M. MURALI & CO. Hyderabad Chartered Accountants

1 Company background

Virinchi Learning Pvt. Ltd. (the 'Company') was incorporated in Hyderabad, India on 12th Aug, 2010. The Company engaged in the business of Offline and Online Learning through the use of Web based Technologies, internet, mobile, electronic media, and other similar technologies and also to carry on the business of import, export, marketing of courseware, programmes, contents and products relating to Information Technology and other allied and non allied areas and products and also to provide Information technology and allied online services through Web based and internet related technologies.

2 Summary of significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared in Indian Rupees which is the functional currency of the Company.

These financial statements have been prepared on historical cost basis, except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

2.2 Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions that affect the reported amount of assets, liabilities, and disclosure of contingent liabilities on the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis. Actual results could differ from those estimates. Appropriate changes to the accounting estimates are recognised prospectively.

The Company uses the following critical accounting estimates in preparation of its financial statements -

Property, plant and equipment, intangible assets and depreciation / amortisation

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life, such as changes in technology, usage and other factors.

Taxes

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been explained in note 2.10.

Defined benefit plans and compensated absences

The Company makes provision for defined benefit plans and compensated absences based on the actuarial valuation report issued by a certified actuary pursuant to Ind AS 19 - Employee benefits. The assumptions include attrition rate, salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

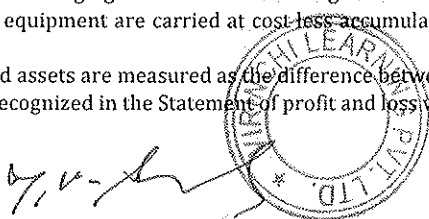
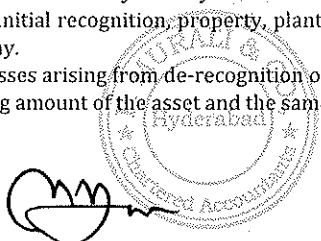
Contingent assets are neither recognised nor disclosed in the standalone financial statements.

2.3 Property, plant and equipment and intangibles

Property, plant and equipment are initially recorded at cost. Cost comprises the purchase price including import duty and non-refundable taxes and any directly attributable cost of bringing the asset to its working condition for its intended use.

Following initial recognition, property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any.

Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and the same is recognized in the Statement of profit and loss when the asset is de-recognized.



Capital work-in-progress comprises the cost of fixed assets that are not yet ready for their intended use at the reporting date.

Depreciation and amortisation

Pursuant to the Act being effective from 1 April 2014, the depreciation on tangible fixed assets is provided as per the useful life prescribed under Part C of Schedule II to the Act, except for one class of assets categorised as "Plant and equipment" where the useful life assessed is lower taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset and past history of replacement.

Based on the internal assessment and taking into account the nature of asset, the estimated usage of the asset and the operating conditions of the asset, the management believes that its estimates of useful lives as given below best represent the period over which management expects to use these assets. Depreciation is provided on a pro-rata basis as per straight line method over the estimated useful lives of the assets. The useful lives are as below: -

Asset	Estimated useful life
Intangible Assets	
Computer software	3 years
Property, plant and equipment (Tangible assets)	
Plant and equipment	3 years
Computers and peripherals	3 years for computer and other IT assets, 6 years for Networking assets and Servers
Office equipment	5 years

Intangible assets:

Application software purchased, which is not an integral part of the related hardware, is classified as intangible assets and amortised on a straight line basis over its useful life, not exceeding six years, as determined by management.

The Company has incurred costs on internally developed software projects for own use. The costs, which are directly attributable to such software projects, have been capitalized and classified as internally developed intangible assets under the category of "Intangible assets" for projects completed as at balance sheet date. Management has estimated the useful life of software as six years. The projects which were not completed as at balance sheet date have been classified as "Internally developed intangible assets under development" under fixed assets schedule in the balance sheet.

Intangible assets under development :

Intangible Assets under development consist of Games under Development which are expected to directly yield significant revenues over the coming years. The cost of the employees who are engaged in the development of the games along with any other costs directly attributable to the development of games are included in the cost of the games.

2.4 Revenue Recognition

Revenue from services

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The amount recognised as revenue is exclusive of goods and service tax and is net of discounts.

The Company has adopted Ind AS 115 Revenues from Contracts with Customers ('Ind AS 115') which sets forth a single comprehensive model for recognizing and reporting revenues.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognise revenues, the Company applies the following five step approach: (1) Identify the contract with a customer, (2) Identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied.

Transaction price

A contract's transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied. The Company didn't have any contracts with multiple performance obligations.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and applicable interest rate. Interest on Income tax refund is recognised at the time of receipt of Income tax refund.

Other income

Dividend income is accounted for when the right to receive is established.

2.5 Financial instruments

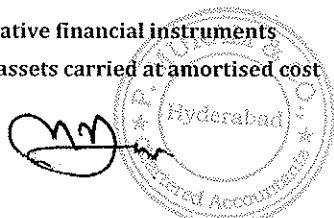
Initial recognition

The Company recognizes financial assets and liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at the transaction price.

Subsequent measurement

(a) Non-derivative financial instruments

(i) Financial assets carried at amortised cost



A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income ('FVOCI')

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income.

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in the above categories is subsequently fair valued through the Statement of Profit and Loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year of the Balance Sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

(b) Derivative financial instruments

The Company has not enter into any forward contracts to hedge and manage its foreign currency exposures or otherwise.

Derecognition of financial instrument

The Company derecognises the financial asset when the contractual rights to the cashflow from the financial asset expires or it transfers the contractual rights to receive the cash flows from the asset. A financial liability is derecognised when the obligation specified in the contract is discharged or cancelled or expires.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date.

Determination of fair value

The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

2.6 Impairment

Financial assets

Expected credit loss ('ECL') are recognised for the financial assets which are not fair valued through Profit or Loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECL are measured at an amount equal to the twelve month expected credit losses for all originated or acquired financial assets provided as on the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. However ECL are measured at an amount equal to the life time expected credit losses if as on the reporting date the credit risk on the financial asset has increased significantly since its initial recognition.

2.7 Leases

The Company's lease assets primarily consist of leases for office space.

On 1 April 2020, the Company adopted Ind AS 116 Leases ('Ind AS 116') and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the standard, recognised on the date of initial application.

Company as a lessee

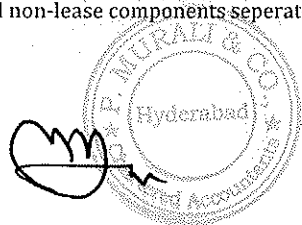
A contract is, or contains, a lease if the contract conveys the right to control the use of the underlying asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an underlying asset, the Company assesses whether:

(i) the contract involves the use of an underlying asset

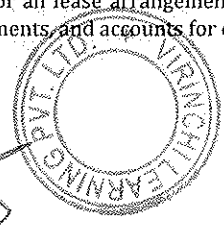
(ii) the Company has substantially all of the economic benefits from use of the underlying asset through the period of the lease and

(iii) the Company has the right to direct the use of the underlying asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset representing its right to use the underlying asset for the lease term and a corresponding lease liability for all lease arrangements in which it is a lessee. The Company has elected to separate non-lease components from lease components and accounts for each lease component and any associated non-lease components separately.



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The functional currency of the Company is the Indian rupee ('INR'). Items included in the financial statements of the Company are recorded using currency of the primary economic environment in which the Company operates ('the functional currency'). All financial information presented in Indian Rupees has been rounded to the nearest lakhs, except otherwise indicated. The amount in 'zero' ('0') represents amount less than Indian Rupees one lakh.

2.10 Income tax

Income-tax expense comprises of current tax expense and deferred tax charge or credit.

Income-tax expense is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in other comprehensive income.

Current taxes

Provision for current income-tax is recognised in accordance with the provisions of the Indian Income tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred taxes

Deferred income-tax assets and liabilities are recognised for all temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred income-tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income-tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income-tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Company offsets current tax assets and current tax liabilities where it has a legally enforceable right to set-off the recognised amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.11 Earnings per share

The basic earnings per equity share is computed by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the reporting year. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which may be issued on the conversion of all dilutive potential shares, unless the results would be anti-dilutive.

2.12 Provisions and contingencies

The Company creates a provision when there is a present legal or constructive obligation as a result of a past event that probably requires an outflow of resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Provisions are reviewed at each Balance sheet date and adjusted to reflect the current best estimate.

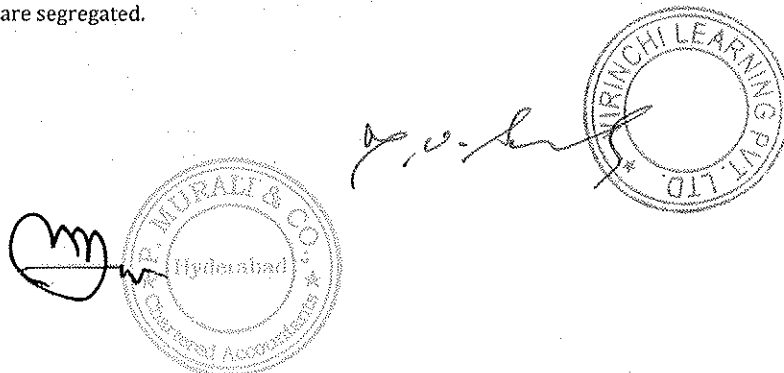
Provisions for onerous contracts are recognised when the expected benefits to be derived from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

2.13 Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.14 Cash flows

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



M/s VIRINCHI LEARNING PVT LTD

Notes to Financial Statements

All amounts in INR thousands, Except No. of shares& EPS

16) The Company has not entered into any business transactions nor has borrowed any amounts from suppliers registered under the Micro, Small and Medium Enterprises Development act, 2006.

17) Auditors' Remuneration:

Particulars	31-03-2025 Amount	31-03-2024 Amount
Audit Fee	5.90	5.90

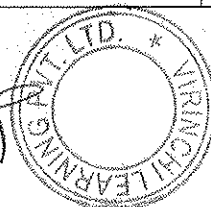
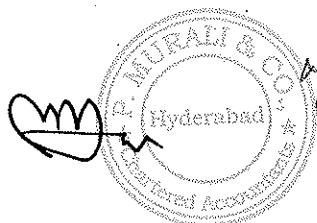
18) (a) Related Parties

- 1) Virinchi Limited.
- 2) Virinchi Healthcare Pvt Ltd
- 3) Q Fund Technologies Pvt Ltd

(b) Related Party Transactions:

Name of the Related party	Nature of transaction	Relation	As on 31.03.2025	As on 31.03.2024
Virinchi Limited	Advance Taken	Holding	21,449	15,947
Virinchi Healthcare Pvt Ltd	Advance Given	Common Parent Company	990	990
Q Fund Technologies Pvt Ltd	Advance taken	Common Parent Company	4,360	4,360

Name of the Related party	Nature of transaction	Relation	Transactions during the year
Virinchi Limited	Interest Paid	Holding	1,262

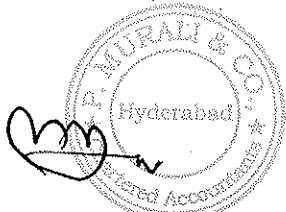


19) Earnings per Share:(All amounts in INR thousands, Except No. of shares& EPS)

Particulars	2024-25 Amount	2023-24 Amount
a) Net profit / (loss) after tax for the year	(3,970.67)	(2,775.95)
b) Weighted average no. of shares outstanding during the year	1,95,000	1,95,000
c) Basic earnings per share (rounded off to nearest rupee) (Rs.)	(20)	(14)
d) Nominal value of shares (fully paid up) (Rs.)	10	10

20) Additional Regulatory information

- i. The Company doesn't have immovable property.
- ii. The Company has not revalued any of its Property, Plant and Equipment during the year.
- iii. The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and other related parties.
- iv. There are no proceedings initiated or pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- v. The Company has no borrowings from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.
- vi. The Company is not declared as willful defaulter by any bank or financial Institution or other lenders.
- vii. The Company did not have any transactions with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of Companies Act, 1956 considering the information available with the Company.

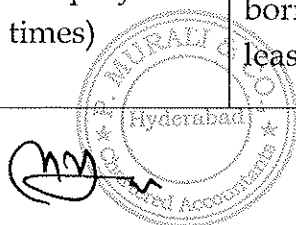


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- 21) The Company does not have any transactions which are not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during the year.
- 22) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 23) The company has not advanced/loans/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall 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 to or on behalf of the Ultimate Beneficiaries.
- 24) The company has also 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 lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 25) The Company is not covered under the provisions of section 135 of the Companies Act, 2013.
- 26) In the opinion of the management, the assets as shown in the financial Statements, have a value on realization in the ordinary course of business of atleast equal to the amount at which they are stated in the balance sheet.
- 27) **Ratios**

Ratios	Numerator	Denominator	Current year	Previous year	Variance (in %)
Current ratio (in times)	Total current assets	Total current liabilities	0.04	0.05	-19.54
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities*	Total Equity	-1.12	-1.23	-9.14

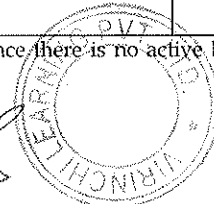


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Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments*	8.76	19.71	-55.56
Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	15.20	12.20	24.57
Inventory Turnover Ratio	Cost of goods sold OR sales	Average Inventory	NA	NA	NA
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	NA	NA	NA
Trade payables turnover ratio (in times)	Purchase of Services and other expenses	Average trade payables	NA	NA	NA
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	-	0.06	NA
Net profit ratio (in %)	Profit for the year	Revenue from operations	NA	-305.05	NA
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Tangible Net worth + Lease liabilities + Deferred tax liabilities	-294.79	-173.69	69.73
Return on investment (in %) -Unquoted	Income generated from invested funds	Average invested funds in treasury investments	NA	NA	NA

Please Note that, variances of ratios is abnormal in most of the cases since there is no active business is carried on by the company

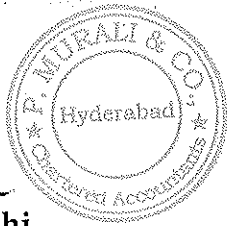


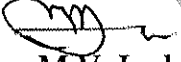
- 28) Previous year's figures have been regrouped wherever necessary to conform to the layout adopted in the current year.
- 29) Figures have been rounded off to the nearest Rupees in thousands.

SIGNATURE TO NOTES 1 To 30

As per our report of even date

**For P. Murali & Co.
Chartered Accountants
Firm's Regn.No:007257S**



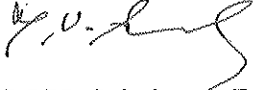

**M.V. Joshi
Partner**

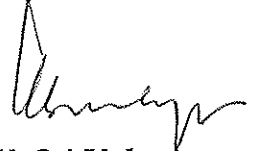
**M.No. 024784
UDIN: 25024784BMXTT7036**

**Place: Hyderabad
Date: 27/05/2025**

For and on behalf of the Board

M/s VIRINCHI LEARNING PVT LTD


**M.V. Srinivasa Rao
Director
Din: 00816334**


**K. Sri Kalyan
Director
Din: 03137506**

