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**NET CLASSROOM PRIVATE LIMITED**  
**26<sup>TH</sup> ANNUAL REPORT**  
**2025-2026**

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**Notice** is hereby given that the **Twenty Sixth Annual General** Meeting of members of Net Classroom Private Limited will be held on Monday 28<sup>th</sup> September 2026 at 10.30 AM at registered office of the company at F2, AKN VILLA, 12/28, VINOBJAJI 3rd CROSS STREET GILL NAGAR, Chennai, Chennai, Tamil Nadu, 600094 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for Year ended 31<sup>st</sup> March 2026, Auditors Report thereon together with the Report of the Board of Directors and, in this regard if thought fit, to pass the following Resolution as “**Ordinary Resolution**”

**Resolution:**

“**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2026, Auditors Report thereon and the Report of the Board of Directors as laid before this meeting be and are hereby considered and adopted”

**SPECIAL BUSINESS:**

**2. TO APPROVE MATERIAL RELATED PARTY TRANSACTION LIMITS ENTERED WITH M/S. S P JAIN SCHOOL OF GLOBAL MANAGEMENT PRIVATE LIMITED**

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

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) read with applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other laws and regulations, as may be applicable, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Audit Committee and the consent of the Board of Directors, and in supersession of the earlier resolution passed by the members at the 25th Annual General Meeting of the Company with respect to material related party transactions with its related party M/s. S P Jain School of Global Management Pvt Ltd approval of the members of the Company be and is hereby accorded to the Audit Committee and the Board of Directors to authorize company to enter into agreement(s) and/or transaction(s), as may be appropriate, with the following Related Parties as defined under Section 2(76) of the Act and Regulation 23 of LODR Regulation 2015 to sell, purchase, transfer or receipt of products, goods, materials, services or other obligations, if any, on such terms and conditions as may be mutually agreed upon between the Company and any of the Related Party, for the amount in aggregate not exceeding as mentioned against the name of each of the following Related Party during the period mentioned against the name of each Related Party:

| (Amt in Lakhs) |                                                      |                 |                       |                                       |
|----------------|------------------------------------------------------|-----------------|-----------------------|---------------------------------------|
| Sr no          | Name of related party                                | Relationship    | Nature of transaction | From April 01, 2026 to March 31, 2027 |
| 1              | S P Jain School of Global Management Private Limited | Common Director | Rental income         | 900                                   |
| 2              | S P Jain School of Global Management Private Limited | Common Director | Other income          | 70                                    |

For and on behalf of **Net Classroom Private Limited**

Sd/-  
Rohit Govind Sawant  
Director  
DIN: 08394459  
Date: 03.09.2026  
Place: Mumbai

**Explanatory Statement****EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The Company proposes to enter into material related party transactions with M/s S P Jain School of Global Management Private Limited, a related party of the Company by virtue of having a Common Director.

The proposed transactions are in the ordinary course of business and include rental income and other income to be received by the Company from the related party during the financial year 1 April 2026 to 31 March 2027. The aggregate value of the proposed transactions is as follows:

| Particulars   | Amount (₹ in Lakhs) |
|---------------|---------------------|
| Rental Income | 900                 |
| Other Income  | 70                  |
| Total         | 970                 |

The proposed transactions are subject to such terms and conditions as may be mutually agreed between the Company and the related party and are within the limits specified in the resolution.

The transactions are being placed before the Members for their approval in accordance with the applicable provisions of the Companies Act, 2013, including Section 188, as applicable.

The Audit Committee and the Board of Directors have considered and approved the proposed transactions, subject to the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their interest arising from their association with the related party, is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution for approval by the Member

**DIRECTORS REPORT****To the Members,**

Your directors have pleasure in presenting their 26<sup>th</sup> Annual Report on the business and operation of the company and the accounts for the financial year ended 31st March 2026.

**1. FINANCIAL SUMMARY OR HIGHLIGHTS OF THE COMPANY**

The financial results for the year ended 31st March 2026 and the corresponding figures for the last year are as under:-  
(Amount in lakhs.)

| Particulars                          | FY 2025-26      | FY 2024-25      |
|--------------------------------------|-----------------|-----------------|
| Revenue from operations              | 889.42          | 835.59          |
| Other Income                         | 459.25          | 342.93          |
| <b>Total Revenue</b>                 | <b>1,348.68</b> | <b>1,178.53</b> |
| <b>Less: Administrative Expenses</b> | <b>903.59</b>   | <b>871.84</b>   |
| <b>Profit/Loss before Tax</b>        | <b>445.09</b>   | <b>306.68</b>   |
| Current Tax                          | <b>97.58</b>    | <b>41.24</b>    |
| Deferred Tax                         | 19.16           | (36.36)         |
| <b>Profit/Loss after Tax</b>         | <b>328.34</b>   | <b>301.80</b>   |

**2. STATE OF COMPANY'S AFFAIR**

During the year under review, the company incurred profit of Rs. 328.34 Lakhs as against profit of Rs. 301.80 Lakhs in previous year.

**3. RESERVE & SURPLUS**

During the year under review, the Company has not transferred any amount to Reserves & Surplus.

**4. CHANGE IN THE NATURE OF BUSINESS**

There was no change in the nature of the business of the Company done during the year.

**5. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS**

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

**6. DIVIDEND**

The Board of Directors recommended an interim dividend of Rs. 3,25,00,000 (Rupees Three Crore Twenty-Five Lakhs Only) in the meeting held on 23<sup>rd</sup> July 2025.

**7. NUMBER OF BOARD MEETINGS HELD**

The Board met 8 times during the year 2025-26:

| Date of the Board meeting | Number of Directors Attended meeting |
|---------------------------|--------------------------------------|
| May 29, 2025              | 4                                    |
| July 23, 2025             | 4                                    |
| August, 14 2025           | 4                                    |
| September, 04 2025        | 4                                    |
| November, 14 2025         | 4                                    |
| December, 15 2025         | 4                                    |
| February, 13 2026         | 4                                    |

|                |   |
|----------------|---|
| March, 23 2026 | 4 |
|----------------|---|

## 8. **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

During the period under review except for the below there has been no Change in the Board Structure of the company.

| Sr no | Name of Director           | Particulars                                                                                                                | Date of appointment/change |
|-------|----------------------------|----------------------------------------------------------------------------------------------------------------------------|----------------------------|
| 1     | Mr. John Dsouza            | Re-appointment as Independent Director for period of five years 20.03.2025 to 19.03.2030                                   | 30.09.2025                 |
| 2     | Mr. Rajagopalan Sourirajan | re-appointed Mr. Rajgopalan Sourirajan as Whole Time Director for a period of 5 (five) years from 14.02.2025 to 13.02.2030 | 30.09.2025                 |

### **Key managerial Personnel:**

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on the date of this Report are:

| Sr no | Name                       | Designation                 |
|-------|----------------------------|-----------------------------|
| 1     | Mr. Rajagopalan Sourirajan | Whole Time Director and CFO |
| 2     | Ms. Ekta Parmar            | Company Secretary           |

### **Statement by Board regarding integrity and expertise**

The Directors have submitted their statement regarding its opinion on the integrity, expertise, experience (including proficiency) of the independent directors appointed during the year, as mandated under Companies (Accounts) Amendment Rules, 2019

### **Declaration by an Independent Director(s) and re- appointment, if any**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) read with Schedule IV and Rules issued thereunder, and the Listing Regulations so as to qualify themselves to be appointed as Independent Directors. The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct and Ethics

- There has been no change in the circumstances affecting their status as Independent Directors of the Company;
- they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act; and
- they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs and have qualified the online proficiency self-assessment test or are exempted from passing the test as required in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board of Directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, the Independent Directors of the Company are persons of integrity, possess requisite expertise, experience and relevant proficiency

## 9. **COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are applicable to the Company.

## 10. **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS (IDs)**

In terms of Regulation 25(7) of the Listing Regulations and the Companies Act, 2013, the Company is required to conduct the Familiarization Programme for Independent Directors (IDs) to familiarize them about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various initiatives.

The details of the Familiarization Programme imparted to Independent Directors are available on its Holding Company's official website at [www.crescentfinstock.com](http://www.crescentfinstock.com)

**11. PERFORMANCE EVALUATION OF BOARD:**

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

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

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. In a separate meeting of independent directors, the performance of non-independent directors, the Chairman of the Company and the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors.

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

Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated

**12. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The provisions Corporate Social Responsibility are not applicable to the company.

**13. DISCLOSURE ABOUT RECEIPT OF COMMISSION:**

In terms of Section 197(14) of the Act and rules made there under, during the year under review, no director has received any commission from the Company thus the said provision is not applicable to the Company

**14. RISK MANAGEMENT POLICY**

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

**15. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANY**

The Company has no Subsidiary, Joint Venture and Associate Company, hence disclosure under Form AOC-1 is not applicable. However company is a subsidiary of M/s. DoubleDot Finance Limited

**16. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS**

During the financial year 2025- 26 under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**17. CHANGES IN SHARES CAPITAL**

During the year under review, there has been no Change in Share capital of the Company.

**18. STATUTORY AUDITORS AND AUDITORS REPORT**

M/s. Mamania & Associates (Firm Reg. No: - 146248W), Chartered Accountants was appointed as Statutory Auditors of the Company in its 25<sup>th</sup> Annual General Meeting held on 27 September 2024 and have submitted their eligibility letter for the financial year in accordance with Companies Act, 2013. M/s. Mamania & Associates to hold the office from the conclusion of 25<sup>th</sup> Annual General Meeting up to the conclusion of 30<sup>th</sup> Annual General Meeting and to audit financial statements for the financial years from 2025-26 to 2029-30.

No frauds have been reported by the Statutory Auditors during the Financial Year 2025-2026 pursuant to the provisions of Section 143(12) of the Act. The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors' remarks in their report are self-explanatory and do not call for any future comments.

The details relating to fees paid to the Statutory Auditors are given in Note No. 23 of the Financial Statements

**19. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT:**

The Board of Directors appointed Ms. Mayank Arora as Secretarial Auditor for the term for 5 years on 23<sup>rd</sup> March 2026. The term of Secretarial Auditors as approved by Board shall commence from financials year 2025-26 to 2029-30. Secretarial Audit Report is attached to this report as Annexure-B Secretarial report does not contain any qualification or observation.

**20. DETAILS OF FRAUDS REPORTED BY THE AUDITORS**

No frauds have been reported by the auditors under sub-section 12 of section 143 of the Companies Act, 2013.

**21. EXTRACT OF ANNUAL RETURN AND WEBLINK**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of Annual Return in Form MGT-9 as a part of this Annual Report as **Annexure A**. In accordance with Section 92(3) read with Section 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as of 31st March 2026 in Form MGT-7, is available on the Company's website at <https://www.crescentfinstock.com/resource/Annualreport.aspx>

The Annual Return will be submitted to the Registrar of Companies within the timelines prescribed under the Act.

**22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

Details relating to loans given, investments made, or guarantee given have been provided under Note 05 of Financial Statements.

**23. CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT**

All Board members and the Senior Management Personnel have affirmed compliance with Code of Conduct for the financial year 2025-26.

**24. DEPOSIT**

The Company has neither accepted nor given or renewed any deposits during the year under review. However, pursuant to the applicable provisions and in regard to amounts classified as deemed deposits, the Company has duly complied with the regulatory requirement by filing the Deemed Deposit Return (Form DPT-3) for the said financial year within the prescribed timeline.

**25. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1)**

All contracts / arrangements / transactions entered by the company during the financial year with related parties were in the ordinary course of business and on arm's length basis. The details of section 188 of companies act 2013, have been specified under Note. 23 of Financial Statements.

**26. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The company has in place a policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company did not receive any complain during the year.

**27. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****(a) Conservation of energy**

|       |                                                                                                                          |     |
|-------|--------------------------------------------------------------------------------------------------------------------------|-----|
| (i)   | the effort made towards technology absorption                                                                            | Nil |
| (ii)  | the benefits derived like product improvement cost reduction product development or import substitution                  | Nil |
| (iii) | in case of imported technology (important during the last three years reckoned from the beginning of the financial year) | Nil |
|       | the details of technology imported                                                                                       |     |
|       | the year of import;                                                                                                      |     |

|      |                                                                                                                                            |     |
|------|--------------------------------------------------------------------------------------------------------------------------------------------|-----|
|      | whether the technology been fully absorbed;<br>if not fully absorbed, areas where absorption has not taken place, and the reasons thereof. |     |
| (iv) | the expenditure incurred on Research and Development                                                                                       | Nil |

## (b) Technology absorption

|       |                                                                           |                                                                    |
|-------|---------------------------------------------------------------------------|--------------------------------------------------------------------|
| (i)   | the steps taken or impact on conservation of energy                       | Company's operation does not consume significant amount of energy. |
| (ii)  | the steps taken by the company for utilizing alternate sources of energy. | Not applicable, in view of comments in clause (i)                  |
| (iii) | the capital investment on energy conservation equipment's                 | Not applicable, in view of comments in clause (i)                  |

## (c) Foreign Exchange earnings and outgo

There are no foreign exchange earnings during the year.

**28. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

**29. INTERNAL CONTROL SYSTEMS**

The Internal Financial Controls, with reference to financial statements, as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for insufficiency or inadequacy of such controls.

**30. SECRETARIAL STANDARD**

During the year under review, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India.

**31. INVESTOR RELATIONS****Redressal of Investors Grievances:**

Your Company gives an utmost attention in resolving the grievances of its investors on a timely basis. The investor complaints/ grievances are resolved by the Company and also by the Company's Registrar and Share Transfer Agent viz. M/s MUFG Intime Private Limited being the Registrar and Share Transfer Agent of the Company

**Exclusive email ID for Investors:**

Your Company has established an email id [ddfl\\_2002@yahoo.com](mailto:ddfl_2002@yahoo.com) / [priyanka.raval@spjain.com](mailto:priyanka.raval@spjain.com)

Your Company keeps its investors updated by posting all the disclosures made with the stock exchanges in compliances with Regulation 46 of SEBI LODR Regulations from time to time.

**32. AUDIT COMMITTEE AND NOMINATION & REMUNERATION COMMITTEE**

The provisions of Section 177 & Section 178 of Companies Act, 2013, pertaining to formation of Audit Committee and Nomination & Remuneration Committee respectively, are applicable. Below are the details for each Committee

**Audit Committee:**

The Audit Committee consists of the following members:

Mr. Riyazuddin Khan -Independent Director and Chairman  
Mr. John D'souza – - Independent Director and Member  
Mr. Rajagopalan Saurirajan – Whole Time Director-Member

The Audit Committee Board met 4 times during the year 2025-26 under the review namely, May 29, 2025, August 14, 2025, November 14, 2025 and February 13, 2026,

**Nomination Remuneration committee:**

The Nomination and Remuneration Committee consists of the following members:

Mr. Riyazuddin Khan– Independent Director and Chairman  
 Mr. John D'souza – Independent Director-Member  
 Mr. Rajagopalan Saurirajan – Whole Time Director-Member

The members of the Nomination and Remuneration Committee met once during the year under review on February 13, 2026.

### **33. PARTICULARS OF EMPLOYEES**

Disclosures with respect to the remuneration of Directors and employees as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Annual Report as “Annexure C”.

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013 read with Rule (5) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Any shareholder interested in obtaining such details may write to the Company Secretary of the Company.

### **34. COMPLIANCES OF THE PROVISIONS RELATING TO MATERNITY BENEFIT ACT 1961:**

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

### **35. MATERIAL CHANGES AND COMMITMENTS**

During the period under review, there have been no material changes in the operations of the company.

### **36. DIRECTORS'S RESPONSIBILITY STATEMENT**

The Director's Responsibility Statement referred to in clause (c) of Sub-section (3) of Section 134 of the Companies Act, 2013 shall state that-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The director had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The director had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(d) The directors had prepared the annual accounts on a going concern basis;

(e) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system was adequate and operating effectively and,

(f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

### **37. DISCLOSURE FOR MAINTENANCE OF COST RECORD AS PER SPECIFIED BY THE CENTAL GOVERNMENT UNDER SECTION 148(1) OF THE COMPANIES ACT, 2013**

The provision of section 148(1) of the Companies Act, 2013 is not applicable to our company.

### **38. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016 DURING THE YEAR:**

During the year under review, there was no proceeding pending under the Insolvency Bankruptcy Code, 2016

**39. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREO**

During the year under review there were no such instances recorded where any difference was found between amount of the valuation done at the time of one time settlement and valuation done while taking loan from the banks or financial institutions.

**40. ACKNOWLEDGEMENTS**

The directors place on record their sincere appreciation for the assistance and co-operation extended by Bank, its employees, its investors and all other associates and look forward to continue fruitful association with all business partners of the company.

**For and on behalf of the Board of Directors of**

**Net Classroom Private Limited**

**Sd/-**

**Rajagopalan Sourirajan**

**Director**

**DIN: 02641378**

**Sd/-**

**Rohit Govind Sawant**

**Director**

**DIN: 08394459**

**Date: 03.09.2026**

**Place: Mumbai**

**Annexure A**  
**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31st March, 2025

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

|      |                                                                                   |                                                                                                                                                            |
|------|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|
| i)   | <b>CIN:</b>                                                                       | U80211TN2000PTC134688                                                                                                                                      |
| ii)  | <b>Registration Date:</b>                                                         | 07/04/2000                                                                                                                                                 |
| iii) | <b>Name of the Company:</b>                                                       | Net Classroom Private Limited                                                                                                                              |
| iv)  | <b>Category / Sub-Category of the Company:</b>                                    | Company Limited By Shares / Indian Non-Government Company                                                                                                  |
| v)   | <b>Address of the Registered office and contact details</b>                       | F2, AKN VILLA, 12/28, VINOBJAJI 3rd CROSS STREET GILL NAGAR, Choolaimedu, Chennai, Chennai, Tamil Nadu, India, 600094<br>Email: crescentfinstock@yahoo.com |
| vi)  | <b>Whether listed company Yes / No</b>                                            | No                                                                                                                                                         |
| vii) | <b>Name, Address and Contact details of Registrar and Transfer Agent, if any.</b> | N. A                                                                                                                                                       |

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--------------------------------------------------|----------------------------------|------------------------------------|
| 1       | Real Estate activities                           | 68                               | 65.86%                             |

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

| S. NO. | NAME AND ADDRESS OF THE COMPANY | CIN/GLN               | HOLDING/ SUBSIDIARY/ ASSOCIATE | % of shares held | Applicable Section |
|--------|---------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1.     | DOUBLEDOT FINANCE LIMITED       | U93090TN1989PLC021901 | Holding                        | 99.96            | 2(46)              |

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i) Category-wise Share Holding**

| Category of Shareholders                                   | No. of Shares held at the beginning of the year |                   |                   |                   | No. of Shares held at the end of the year |                   |                   |                   | % Change during the year |
|------------------------------------------------------------|-------------------------------------------------|-------------------|-------------------|-------------------|-------------------------------------------|-------------------|-------------------|-------------------|--------------------------|
|                                                            | Demat                                           | Physical          | Total             | % of Total Shares | Demat                                     | Physical          | Total             | % of Total Shares |                          |
| <b>A. Promoters</b>                                        |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |
| <b>(1) Indian</b>                                          |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |
| a) Individual/ HUF                                         | -                                               | 10,000            | 10,000            | 0.04%             | -                                         | 10,000            | 10,000            | 0.04%             | -                        |
| b) Central Govt                                            | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| c) State Govt (s)                                          | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| d) Bodies Corp.                                            | -                                               | 2,42,67,486       | 2,42,67,486       | 99.96%            | -                                         | 2,42,67,486       | 2,42,67,486       | 99.96%            | -                        |
| e) Banks / FI                                              | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| f) Any Other....                                           | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| <b>Sub-total (A) (1):-</b>                                 | -                                               | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b>       | -                                         | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b>       | -                        |
| <b>(2) Foreign</b>                                         |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |
| a) NRIs                                                    | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| b) Other Individuals                                       | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| c) Bodies Corp.                                            | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| d) Banks / FI                                              | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| e) Any Other....                                           | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| <b>Sub-total (A) (2):-</b>                                 | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| <b>Total Shareholding of Promoters (A) = (A)(1)+(A)(2)</b> | -                                               | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b>       | -                                         | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b>       | -                        |
| <b>B. Public Shareholding</b>                              |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |
| <b>1. Institutions</b>                                     |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |
| a) Mutual Funds                                            | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| b) Banks / FI                                              | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| c) Central Govt                                            | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| d) State Govt(s)                                           | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| e) Venture Capital Funds                                   | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| f) Insurance Companies                                     | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| g) FIIs                                                    | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| h) Foreign Venture Capital Funds                           | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| i) Others (specify)                                        | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| <b>Sub-total (B) (1):-</b>                                 | -                                               | -                 | -                 | -                 | -                                         | -                 | -                 | -                 | -                        |
| <b>2. Non-</b>                                             |                                                 |                   |                   |                   |                                           |                   |                   |                   |                          |

|                                                                                   |   |                   |                   |             |   |                   |                   |             |   |
|-----------------------------------------------------------------------------------|---|-------------------|-------------------|-------------|---|-------------------|-------------------|-------------|---|
| <b>Institutions</b>                                                               |   |                   |                   |             |   |                   |                   |             |   |
| a) Bodies Corp.                                                                   |   |                   |                   |             |   |                   |                   |             |   |
| i) Indian                                                                         | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| ii) Overseas                                                                      | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| b) Individuals                                                                    |   |                   |                   |             |   |                   |                   |             |   |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh          | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| c) Others (specify) Individual                                                    |   |                   |                   |             |   |                   |                   |             |   |
| i) Indian                                                                         | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| ii) Foreign                                                                       | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| <b>Sub-total (B)(2):- Total Public Shareholding (B)=(B)(1) + (B)(2)</b>           | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| C. Shares held by Custodian for GDRs & ADRs                                       | - | -                 | -                 | -           | - | -                 | -                 | -           | - |
| <b>Grand Total (A+B+C)</b>                                                        | - | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b> | - | <b>24,277,486</b> | <b>24,277,486</b> | <b>100%</b> | - |

**(ii) Shareholding of Promoters**

| Sr. No. | Shareholder's Name        | Shareholding at the beginning of the year |                                  |                                                  | Shareholding at the end of the year |                                  |                                                  | % change in shareholding during the year |
|---------|---------------------------|-------------------------------------------|----------------------------------|--------------------------------------------------|-------------------------------------|----------------------------------|--------------------------------------------------|------------------------------------------|
|         |                           | No. of Shares                             | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares                       | % of total Shares of the company | % of Shares Pledged / encumbered to total shares |                                          |
| 1.      | Nitish Jain               | 9,975                                     | 0.04%                            | -                                                | 9,975                               | 0.04%                            | -                                                | -                                        |
| 2.      | Bharati jain              | 25                                        | 0.0001%                          | -                                                | 25                                  | 0.0001%                          | -                                                | -                                        |
| 3.      | Doubledot Finance Limited | 24,267,486                                | 99.96%                           |                                                  | 24,267,486                          | 99.96%                           |                                                  |                                          |
|         | <b>Total</b>              | <b>24,277,486</b>                         | <b>100</b>                       | <b>-</b>                                         | <b>24,277,486</b>                   | <b>100</b>                       | <b>-</b>                                         | <b>-</b>                                 |

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

| Sl. No. |                                                                                                | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|---------|------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|         |                                                                                                | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
|         | At the beginning of the year                                                                   |                                           |                                  |                                         |                                  |
|         | Date wise Increase / Decrease in Promoters Shareholding during the Year specifying the reasons | NA                                        |                                  |                                         |                                  |

|  |                                                                                |  |  |  |  |
|--|--------------------------------------------------------------------------------|--|--|--|--|
|  | for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |  |  |  |  |
|  | nd of the year                                                                 |  |  |  |  |

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

| Sl.No |                                     | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|-------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       | For each of the Top 10 Shareholders | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| N. A  |                                     |                                           |                                  |                                         |                                  |

**(v) Shareholding of Directors and Key Managerial Personnel: Nil**

**V. INDEBTEDNESS**

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

|                                                            | SECURED LOANS EXCLUDING DEPOSITS | UNSECURED LOANS | DEPOSITS | TOTAL INDEBTEDNESS |
|------------------------------------------------------------|----------------------------------|-----------------|----------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                 |          |                    |
| i) Principal Amount                                        | --                               | --              | --       | --                 |
| ii) Interest due but not paid                              | --                               | --              | --       | --                 |
| iii) Interest accrued but not due                          | --                               | --              | --       | --                 |
| <b>Total (i+ii+iii)</b>                                    | --                               | --              | --       | --                 |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                 |          |                    |
| Addition                                                   | --                               | --              | --       | --                 |
| Reduction                                                  | --                               | --              | --       | --                 |
| <b>Net change</b>                                          | --                               | --              | --       | --                 |
| <b>Indebtedness at the end of the financial year</b>       | --                               | --              | --       | --                 |
| i) Principal Amount                                        | --                               | --              | --       | --                 |
| ii) Interest due but not paid                              | --                               | --              | --       | --                 |
| 3) Interest accrued but not due                            | --                               | --              | --       | --                 |
| <b>Total of (i+ii+iii)</b>                                 | --                               | --              | --       | --                 |

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

**B. Remuneration to other directors: NIL**

| Sr No. | Particulars of Remuneration                    | Name of the Directors | Name of the Directors | Total Amount. |
|--------|------------------------------------------------|-----------------------|-----------------------|---------------|
| 1      | Independent Directors                          | Mr. John Dsouza       | Mr. Riyazuddin Khan   |               |
|        | (a) Fee for attending board committee meetings | 10,000                | 10,000                | 20,000        |

|   |                                                |               |               |               |
|---|------------------------------------------------|---------------|---------------|---------------|
|   | (b) Commission                                 | -             | -             | -             |
|   | (c ) Others, please specify                    | -             | -             | -             |
|   | <b>Total (1)</b>                               | <b>10,000</b> | <b>10,000</b> | <b>20,000</b> |
| 2 | Other Non-Executive Directors                  | -             | -             | -             |
|   | (a) Fee for attending board committee meetings | -             | -             | -             |
|   | (b) Commission                                 | -             | -             | -             |
|   | (c ) Others, please specify                    | -             | -             | -             |
|   | Total (2)                                      | -             | -             | -             |
|   | <b>Total (B) = (1+2)</b>                       | <b>10,000</b> | <b>10,000</b> | <b>20,000</b> |

**II. Other Non-Executive Directors: - NIL****C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD:**

| Sl. No. | Particulars of Remuneration                                                          | Directors                              | Key Managerial Personnel |                   |     |       |
|---------|--------------------------------------------------------------------------------------|----------------------------------------|--------------------------|-------------------|-----|-------|
|         |                                                                                      |                                        | CEO                      | Company Secretary | CFO | Total |
| 1       | <b>Gross Salary</b>                                                                  | <b>Chairman/WT D/Non-Exe Directors</b> |                          |                   |     |       |
|         | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961. | -                                      | -                        | 1,92,500          | -   | -     |
|         | (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961                       | -                                      | -                        | -                 | -   | -     |
|         | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961        | -                                      | -                        | -                 | -   | -     |
| 2       | Stock Option                                                                         | -                                      | -                        | -                 | -   | -     |
| 3       | Sweat Equity                                                                         | -                                      | -                        | -                 | -   | -     |
| 4       | Commission                                                                           | -                                      | -                        | -                 | -   | -     |
|         | as % of profit                                                                       | -                                      | -                        | -                 | -   | -     |
|         | others, specify                                                                      | -                                      | -                        | -                 | -   | -     |
| 5       | Others, please specify                                                               | -                                      | -                        | -                 | -   | -     |
|         | <b>Total</b>                                                                         | -                                      | -                        | <b>1,92,500</b>   | -   | -     |

**VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES: N.A**

**For and on behalf of the Board of Directors**  
**Net Classroom Private Limited**

Sd/-  
**Rajagopalan Sourirajan**  
**Director**  
**DIN: 02641378**  
**Date: 03.09.2026**  
**Place: Mumbai**

Sd/-  
**Rohit Govind Sawant**  
**Director**  
**DIN: 08394459**

# MAYANK ARORA & Co.

## COMPANY SECRETARIES

### Annexure B- Form MR-3

**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**  
*[Pursuant to Section 204(1) of the Companies Act, 2013 and rule 9 of the Companies*  
*(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
**NET CLASSROOM PRIVATE LIMITED**  
F2, Akn Villa, 12/28, Vinobhaji 3rd Cross Street  
Gill Nagar Choolaimedu, Chennai  
Tamil Nadu 600094

I, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NET CLASSROOM PRIVATE LIMITED**, (hereinafter called "the Company"). Secretarial audit as conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts statutory compliance and expressing our opinion thereon.

Based on my verification of the Company, books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit and subject to letter annexed herewith, We hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31 March 2026, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **NET CLASSROOM PRIVATE LIMITED** ("the Company") for the financial year ended on March 31, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **(not applicable to the Company during the Audit period)**
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment; **(not applicable to the Company during the Audit period)**;

- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-**(not applicable to the Company during the Audit period)**;
- (vi) Other Laws specifically applicable to the Company as per the representations made by the Company are as follows.
- The Shops and Establishment Act, 1948 and rules made thereunder;
  - Professional Tax Act, 1975
  - The Reserve Bank Act, 1934
  - Non-Banking Financial Company – Non Systematically Important Non-Deposit Taking Company (Reserve Bank) Directions, 2016
  - Payment of Gratuity Act, 1972
  - Employees' Provident Fund Act, 1952 and Miscellaneous Provisions act 1952

In case of Direct and Indirect Tax Laws like Income Tax Act, Service Tax Act, Excise & Custom Acts I have relied on the Reports given by the Statutory Auditors of the Company.

I have also examined compliance with the applicable clause of the following:

- Secretarial Standards issued by The Institute of Company Secretaries of India; and
- The (Listing Obligation and Disclosure Requirements) Regulations, 2015 **(not applicable to the Company during the Audit period)**

**During the period under review and as per the explanations and representations made by the management and subject to clarification given to us, the company has generally complied with the provisions of Act, Rules, Regulations, Guidelines, Standards, etc. and we have not found any observation/instances of non-compliance in respect of the same.**

**I further report that:**

The Board of Directors of the Company was duly constituted with proper balance of the Executive Directors, Non-Executive Directors and Independent Directors. No changes took place in composition of the board of Directors of the Company.

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

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period, there were no instances of:

- Public / Rights / debentures / sweat equity.
- Buy-Back of securities.

- III. Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- IV. Merger / amalgamation / reconstruction etc.
- V. Foreign technical collaborations

**I further report that** during the audit period, the following specific events / actions having major bearing on the Company's affairs had taken place:

(1) Pursuant to the relevant provisions of the Companies Act, 2013, the Members of the Company re-appointed Mr John Dsouza as Independent Director (DIN: 01877999) for a period of 5 (five) years from 20.03.2025 to 19.03.2030.

(2) Pursuant to the relevant provisions of the Companies Act, 2013, the Members of the Company re-appointed Mr. Rajgopalan Sourirajan (DIN: 02641378) as Whole-Time for a period of 5 (five) years from 14.02.2025 to 13.02.2030.

This report is to be read with my letter of even date which is annexed as Annexure I and form integral part of this report.

**For MayankArora & Co.,  
Company Secretaries**

**Sd/-**

**Mayank Arora  
Place: Mumbai  
Partner  
Date: 02/09/2026  
Membership No.: F10378**

**COP No.: 13609  
PR No: 7635/2026  
UDIN: F010378H001347527**

**Annexure I**

To,  
The Members,  
**NET CLASSROOM PRIVATE LIMITED,**  
No.645, Annasalai, Thousand Lights,  
2nd Floor, Chennai-6.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulation, standards is the responsibility of management. My examination was limited to the verification of procedures on the test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
7. I have reported, in our audit report, only those non-compliance, especially in respect of filing of applicable forms/documents, which, in our opinion, are material and having major bearing on financials of the Company.

**For MayankArora & Co.,  
Company Secretaries**

**Sd/-  
Mayank Arora  
Place: Mumbai  
Partner  
Date: 02/09/2026  
Membership No.: F10378**

**COP No.: 13609  
PR No: 7635/2026**

UDIN: F010378H001347527

**Annexure C- Form AOC-2**

*(Pursuant to clause (h) of sub-section (3) with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.*

**1. Details of contracts or arrangements or transactions not at arm's length basis: Nil**

|                                                                                                                      |     |
|----------------------------------------------------------------------------------------------------------------------|-----|
| (a) Name(s) of the related party and nature of relationship                                                          | Nil |
| (b) Nature of contracts/ arrangements/ transactions                                                                  | Nil |
| (c) Duration of the contracts /arrangements/transactions                                                             | Nil |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any                       | Nil |
| (e) Justification for entering into such contracts or arrangements or transactions                                   | Nil |
| (f) date(s) of approval by the Board                                                                                 | Nil |
| (g) Amount paid as advances, if any                                                                                  | Nil |
| h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 | Nil |

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

|                                                                                                |                                                  |                                                  |
|------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                    | S.P Jain School of Global Management Pvt Limited | S.P Jain School of Global Management Pvt Limited |
| (b) Nature of contracts/ arrangements/ transactions                                            | Rent                                             | Other Income                                     |
| (c) Duration of the contracts/arrangements/transactions                                        | From April 01, 2026 to March 31, 2027            | From April 01, 2026 to March 31, 2027            |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any | 9,00,00,000                                      | 70,00,000                                        |
| (e) Date(s) of approval by the Board, if any                                                   | -                                                | -                                                |
| (f) Amount paid as advances, if any                                                            | ₹                                                | ₹                                                |

For and on behalf of **Net Classroom Pvt Ltd.**

Sd/-  
Rohit Govind Sawant  
Director  
DIN: 08394459  
Date: 03.09.2026  
Place: Mumbai

**ANNEXURE -D**

**Information as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:**

- (I) The Board affirms that the remuneration paid is as per the Remuneration Policy of the Company
- (II) % Increase in the Median Remuneration of the Employees

**(Rs. In Lakhs)**

|                                                                                        |       |
|----------------------------------------------------------------------------------------|-------|
| Median Remuneration of all the Employees of the Company for the Financial Year 2025-26 | 1.92  |
| Median Remuneration of all the Employees of the Company for the Financial Year 2024-25 | 1.80  |
| % Increase in median remuneration                                                      | 6.66% |
| The number of permanent employee on the rolls of company as on March 31, 2026*         | 3     |

- (III) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; and percentage increase of the Remuneration of each Director, CFO, CS or manager, if any in the financial year:

| Name of Director                                      | Remuneration for Current Year 2025-2026 | Remuneration for Previous Year 2024-2025 | % increase in Rem in FY 25-26 from FY 24-25 | Ratio of remuneration to median remuneration of all employees |
|-------------------------------------------------------|-----------------------------------------|------------------------------------------|---------------------------------------------|---------------------------------------------------------------|
| <b>Executive Directors/KMP</b>                        |                                         |                                          |                                             |                                                               |
| Mr.Rajgopalan Saurirajan<br>Whole Time Director & CFO | 1.20                                    | 1.22                                     | -2.00%                                      | 0.63:1                                                        |
| Ms. Ekta Parmar<br>Company Secretary                  | 1.93                                    | 1.81                                     | 6.47%                                       | 1:1                                                           |