

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2019

[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)	CIN	U80301KA2012PTC107575
ii)	Registration Date	August 28, 2012
iii)	Name of the Company	Indiavidual Learning Private Limited
iv)	Category / Sub-Category of the Company	Public Company* / Limited by Shares
v)	Address of the Registered office and contact details	Bizzhub Workspaces (Aspire), 1st Floor, Plot No. 36, 100 Feet Road, Sony World Junction, Koramangala, Bangalore - 560095, Karnataka
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot Nos. 31 & 32, Financial District Nanakramguda Serilingampally Mandal, Hyderabad 500032 P: +91 40 6716 1717
II.	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
i)	All the business activities contributing 10% or more of the total turnover of the company shall be stated	As per Attachment A
III.	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	As per Attachment B
IV.	SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)	
i)	Category-wise Share Holding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoters' Shareholding (please specify, if there is no change)	As per Attachment E
iv)	Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
V.	INDEBTEDNESS	
i)	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment H
VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A.	Remuneration to Managing Director, Whole-time Directors and/or Manager:	As per Attachment I
B.	Remuneration to other directors:	As per Attachment J
C.	Remuneration to Key Managerial Personnel other than MD/MANAGER/WTM	As per Attachment K
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:	As per Attachment L

The Company, being a subsidiary of Reliance Industries Limited, is a public company, in terms of the provisions of the Companies Act, 2013.

**Indiavidual Learning Pvt. Ltd.**

Bizzhub Workspaces (Aspire), 1st Floor, Plot No. 36,
100 Feet Road, Sony World Junction, Koramangala,
Bangalore - 560095, Karnataka

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Attachment 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.	Online Education Platform	85500	100%

* As per National Industrial Classification - 2008, Ministry of Statistics and Programme Implementation

On the basis of revenue from operations

Attachment B**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S No.	Name of Company	Address of Company	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% of Shares held*	Applicable section
1	Reliance Industries Limited	3 rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai – 400 021	L17110MH1973 PLC019786	Holding	85.38%	2(46)

* including 5 (five) shares held by five nominees of Reliance Industries Limited (Holding Company) jointly with it, the beneficial interest of which is with the Holding Company.

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

Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2018)				No. of Shares held at the end of the year (As on 31.03.2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	Promoters									
(1)	Indian									
a)	Individual / HUF	0	1120000	1120000	93.44	0	0	0	0.00	(93.44)
b)	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate	0	0	0	0	4578899	0	4578899	85.38	85.38
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any other...	0		0	0.00	0	0	0	0.00	0.00
	Sub - Total (A) (1) :-		1120000	1120000	93.44	4578899	0	4578899	85.38	(8.06)
(2)	Foreign									
a)	NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corp.	0	200	200	0.02	0	0	0	0.00	(0.02)
d)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any other...	0		0	0.00			0	0.00	0.00
	Sub - Total (A) (2)	0	200	200	0.02	0	0	0	0.00	0.00
	Total Share holding of Promoter (A) = (A)(1)+(A)(2)		1120200	1120200	93.46	4578899	0	4578899	85.38	(8.08)
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0	0	0	0	0	0.00
b)	Banks / FI	0	0	0	0	0	0	0	0	0.00
c)	Central Govt	0	0	0	0	0	0	0	0	0.00
d)	State Govt(s)	0	0	0	0	0	0	0	0	0.00
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f)	Insurance Companies	0	0	0	0	0	0	0	0	0.00
g)	FIs	0	0	0	0	0	0	0	0	0.00
h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i)	Others (specify)	0	0	0	0	0	0	0	0	0.00
	Sub - Total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
2	Non-institutions									

a)	Bodies Corp.									
i)	Indian	0	0	0	0	0	0	0	0	0.00
ii)	Overseas	0	0	0	0	0	0	0	0	0.00
b)	Individuals									
I)	Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	78,439	78,439	6.54	5*	0	0	0.01	(6.53)
II)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh #	0	0	0	0	783816	0	0	14.61	14.61
c)	Others - Specify	0	0	0	0	0	0	0	0	0.00
	Sub - Total (B) (2)	0	0	0	0	0	0	0	0	0
	Total Public Shareholding (B) = (B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
	Grand Total (A+B+C)		11,98,639	11,98,639	100.00	5362720	0	0	100.00	0.00

* One share each is held by five nominees of Reliance Industries Limited (Holding Company) jointly with it, the beneficial interest of which is with Holding Company.

Shares held by Aditi Avasthi, who was declassified as promoter in Board Meeting held on June 11, 2018.

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Attachment D
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2018)			Shareholding at the end of the year (As on 31.03.2019)			% change in share holding 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	Aditi Avasthi#	1020000	85.10	0.00	0	0.00	0.00	(85.10)
2	Nishant Menon#	100000	8.34	0.00	0	0.00	0.00	(8.34)
3	Reliance Industries Limited	0	0.00	0.00	4578899	85.38	0.00	85.38
	Total	1120000	93.44	0.00	4578899	85.38	0.00	(8.06)

Were promoters of the Company upto June 10, 2018

Attachment E
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
iii) Change in Promoters' Shareholding

Particulars	Shareholding at the beginning of the year (As on 01.04.2018)		Cumulative Shareholding during the year (01.04.2018 - 31.03.2019)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	1120000*	93.44	As given below	
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	As given below			
At the end of the year	4578899	85.38	4578899	85.38

Increase / Decrease in Promoters Shareholding during the year					Cumulative Shareholding	
Date	Increase / Decrease	Reason	No of Shares	% of total shares of the company	No. of shares	% of total shares of the company
11-06-2018	Increase	Transfer of shares			414818	7.73%
11-06-2018	Increase	Conversion of Preference shares to Equity	3018944	56.30%	3433762	64.02%
15-06-2018*	Increase	Private Placement	1145137	29.08%	4578899	85.38%

* Reliance Industries Limited became the promoter of the Company with effect from June 11, 2018 and Ms. Aditi Avasthi and Mr. Nishant Menon were promoters of the Company upto June10, 2018.

Attachment F
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.19)	
		No. of Shares at the beginning (01.04.18) /end of the year (31.03.19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Shri Anshul Khandelwal	3200	0.27	01.04.2018	Decrease	Due to transfer of shares during the year	(3200)	(0.27)
		0	0	31.03.2019				
2.	Shri Siddharth Sharma	4800	0.40	01.04.2018	Decrease	Due to transfer of shares during the year	(4800)	(0.40)
		0	0	31.03.2019				
3.	Shri Dhaval Makwana	2300	0.19	01.04.2018	Decrease	Due to transfer of shares during the year	(2300)	(0.19)
		0	0	31.03.2019				
4.	Shri Shailesh Gupta	20,700	1.73	01.04.2018	Decrease	Due to transfer of shares during the year	(20,700)	(1.73)
		0	0	31.03.2019				
5.	Shri Sourav Sachin	43,126	3.60	01.04.2018	Decrease	Due to transfer of shares during the year	(43,126)	(3.60)
		0	0	31.03.2019				
6.	Shri Sandeep Bali	4313	0.36	01.04.2018	Decrease	Due to transfer of shares during the year	(4313)	(0.36)
		0	0	31.03.2019				

7.	Lightbox Ventures II	100	0.008	01.04.2018	Decrease	Due to transfer of shares during the year	(100)	(0.008)
		0	0	31.03.2019				
8.	Kalaari Capital Partners II LLC	100	0.008	01.04.2018	Decrease	Due to transfer of shares during the year	(100)	(0.008)
		0	0	31.03.2019				
9.	Shri L.V. Merchant jointly with Reliance Industries Limited*	0	0	01.04.2018	Increase	Transfer of share during the year	1	0
		1	0	31.03.2019				
10.	Shri K. Sethuraman jointly with Reliance Industries Limited*	0	0	01.04.2018	Increase	Transfer of share during the year	1	0
		1	0	31.03.2019				
11.	Shri Raj Mullick jointly with Reliance Industries Limited*	0	0	01.04.2018	Increase	Transfer of share during the year	1	0
		1	0	31.03.2019				
12.	Shri Sudhakar Saraswatula jointly with Reliance Industries Limited*	0	0	01.04.2018	Increase	Transfer of share during the year	1	0
		1	0	31.03.2019				
13.	Shri Rohit Shah jointly with Reliance Industries Limited*	0	0	01.04.2018	Increase	Transfer of share during the year	1	0
		1	0	31.03.2019				

*Share held as nominee of Reliance Industries Limited (Holding Company) jointly, the beneficial interest of which is with Holding Company.

Attachment G
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.19)	
		No. of Shares at the beginning(01.04 .2018)/end of the year(31.03.19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
DIRECTORS								
1.	Ms. Aditi Avasthi (CEO & WTD) [§]	10,20,000	85.09	01.04.2018	Decrease	Transfer of shares during the year	783816	14.41
		783816	14.61	31.03.2019				
2.	Mr. Prashant Pravin Mehta (Non-Executive)*	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019				
3.	Mr. Raju Rajesh (Non-Executive) ^{##}	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019				
4.	Mr. Anshuman Thakur [#]	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019				
5.	Mr. Kiran Mathew Thomas ^{##}	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019				
KEY MANAGERIAL PERSONNEL (KMP)								
1.	Ms. Aditi Avasthi CEO & WTD	10,20,000	85.09	01.04.2018	Decrease	Transfer of shares during the year	783816	14.41
		783816	14.61	31.03.2019				
2.	Ms. Juhi Pant Company Secretary	-	-	01.04.2018	0	Nil movement during the year	0	0
		-	-	31.03.2019				

*Ceased as Director w.e.f June 11, 2018

**Ceased as Director w.e.f June 11, 2018

#Appointed as Additional director w.e.f June 11, 2018 and regularized in extra ordinary general meeting held on June 11, 2018.

Appointed as Additional director w.e.f June 11, 2018 and regularized in extra ordinary general meeting held on June 11, 2018.

§ Resigned from post of Managing Director and appointed as Whole Time Director and CEO.

Attachment H
V. INDEBTEDNESS
(Rs. In Thousands)

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2018)	NIL	NIL	NIL	NIL
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	NIL	NIL	NIL	NIL
Addition	-	-	-	-
Reduction	-	-	-	-
Exchange Difference	-	-	-	-
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year (31.03.2019)				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	NIL	NIL	NIL	NIL

Attachment I
VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. in Thousands)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager (Aditi Avasthi)	Total Amount
1	Gross salary		
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6432	6432
	b. Value of perquisites u/s 17(2) of the Income-tax Act, 1961	1277	1277
	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	-	-
	Total (A)	7709	7709
	Ceiling as per the Act	-	-

Attachment J
VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to other directors:
(Rs. in Thousands)

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors	N.A.	
	· Fee for attending board / committee meetings		
	· Commission		
	· Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	· Fee for attending board / committee meetings		
	· Commission		
	· Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OTHER THAN MD /MANAGER /WTD
B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Rs. in Thousands)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
		Juhi Pant (Company Secretary)	
1	Gross salary	-	-
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	858	858
	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 – Payment on Secondment*		
	Total	858	858

* The amount mentioned under the remuneration details of Company Secretary are exclusive of taxes.

Attachment L
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / punishment / compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

NIL

For and on behalf of the Board of Directors



Aditi Avasthi
CEO & Whole Time
Director
DIN: 05352951



Anshuman Thakur
Director
DIN: 03279460

April 04, 2019
 Mumbai