CAREER POINT EDUTECH LIMITED

since 1993

September 01, 2026

To, The Manager, Bombay Stock Exchange Limited, Corporate Relationship Department, Phirozee Jeejeebhay Tower, Dalal Street, Fort, Mumbai-400 001	To, The Manager, National Stock Exchange of India Limited, Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400 051,
BSE Scrip Code: 544499	**NSE Symbol: CPEDU**

Subject: Notice of the 20th Annual General Meeting of the Company for the financial year 2025-2026

Respected Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith is the Notice along with the Explanatory Statement of the 20th Annual General Meeting of the Company scheduled to be held on Friday, September 25, 2026 at at 04.00 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means. The said Notice forms part of the Annual Report 2025-26 which is being sent through electronic mode to the Members.

The Annual Report containing the Notice is also uploaded on the Company's website www.cpedutech.in and also on the website of the RTA, Ankit Consultancy Private Limited, at investors@ankitonline.com.

You are requested to kindly take the above information on record.

Thanking you,

For Career Point Edutech Limited

Bhavika Sharma

Digitally signed by Bhavika Sharma
Date: 2026.09.01 19:26:30 +05'30'

(CS Bhavika Sharma)
Company Secretary
ICSI Mem. No. ACS48235

CAREER POINT EDUTECH LIMITED

Registered Office: Village Tangori, Banur, Mohali, Karala, Patiala, Rajpura, Punjab-140601
Corporate Office: CP Tower-1, Road No-1, IPIA, Kota (Rajasthan)- 324005
Ph.: +91 744 3559282 l **website:** www.cpedutech.in l **Email ID:** info@cpedutech.in l **CIN:** L80302PB2006PLC059674

NOTICE OF THE 20TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth Annual General Meeting **("AGM")** of the Members of Career Point Edutech Limited) (CIN-L80302PB2006PLC059674) will be held on Friday, 25th day of September, 2026 at 4.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2026 together with the reports of the Board of Directors and the Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions**:

   "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To receive consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2026 together with the reports of the Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions**:

   "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

3. To appoint a Director Mr. Om Prakash Maheshwari (DIN: 00185677), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Om Prakash Maheshwari (DIN: 00185677), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. **Approval of Loans, Guarantees, Securities and Investments Under Section 186 of Companies Act, 2013**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013 read with Rules made there under, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, to give loans to any body(ies) corporate and/or give any guarantee or provide security in connection with loan to any body(ies) corporate and/or acquire by way of subscription, purchase or otherwise, the securities of any body(ies) corporate upto an aggregate amount not exceeding Rs. 200.00 Crores (Rupees Two Hundred Crores only) notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/or securities so far acquired or to be acquired by the Company may collectively exceed sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more."

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made thereunder, the Board of Directors of the Company be and is hereby authorized:

   -To advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested (i.e. including any private Company of which any such Director is a Director or member, anybody corporate at a general meeting of which not less than twenty- five percent of the total voting power may be exercised or controlled by any such Director, Managing Director or Manager, whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any Director or Directors, of the lending Company), provided that such loans are utilized by the borrowing Company for its principal business activities and in particular to the such Companies (as mentioned in explanatory statement) in which one or more Director(s) may be deemed to be interested on the terms and conditions as set out in the Statement annexed to this Notice on such terms and conditions and in such manners may be mutually acceptable.

   RESOLVED FURTHER THAT, the Board be and is hereby authorized to finalize, sanction and disburse the said loans, guarantees and security and also to delegate all or any of the above powers to Committee of Directors or any Director(s) of the Company and generally to do all acts, deeds and things that may be deemed necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution."

6. **To approve material related party transactions of the company and its subsidiaries and in this regard, to consider, and if thought fit, to pass the following resolution as an ordinary resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 2(76), Section 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Regulation 2 (1) (zc), Regulation 23 and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, read with Rule framed thereunder (including any amendment(s) or statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable laws / statutory provisions, if any (hereinafter collectively referred to as "Applicable Laws"), the Company's policy on related party transactions as well as subject to such approval(s), consent(s) and or permission(s) as may be required and based on the recommendation of the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly authorized committee of Directors constituted /empowered by the Board, from time to time, to exercise its powers conferred by this resolution), to enter into and / or to carry out and / or continue to enter, carry out contracts / arrangements / material related party transactions, whether by way of renewal(s) or extension(s) or modification(s) of earlier contracts/ arrangements / transactions or otherwise, related parties within the meaning of Regulation 2(1)(zb) of the Listing Regulations ("Related Party Transactions"), on such terms and conditions as the Board may decide, for a period commencing from the twentieth Annual General Meeting upto the date of twenty-oneth Annual General Meeting of the Company to be held in the year 2027, for entering into and/or carrying out and/or continuing with the related party transactions/ contracts/ arrangements (whether individual transaction or transactions taken together or series of transactions or otherwise), up to a maximum value and/or total outstanding on any date during the financial year of the Related Party Transaction(s) as mentioned in terms of the explanatory statement to this resolution and more specifically set out in Statement nos. A-1 to A-9 in the explanatory statement to this resolution which is expected to exceed the materiality thresholds prescribed under Regulation 23 of SEBI Listing Regulations in each financial year (presently 10% of the consolidated turnover) on the respective material terms & conditions set out in each of Statement nos. A-1 to A-9, notwithstanding the fact that the aggregate value of Related Party Transactions may exceed materiality threshold as prescribed under the Applicable Laws, provided however, that the said Related Party Transactions shall be carried out on an arm's length basis and in the ordinary course of business of the Company and/ or its subsidiaries, and such Related Party Transactions shall be in the nature of:

a) Availing of services, purchase of any goods and material, avail financial assistance by the Company and/or its subsidiaries from related parties including but not limited to payment services, acquiring/issuing services for offline and online transactions and other services, up to a maximum aggregate value and/or total outstanding on any date during the financial year as detailed in the explanatory statement to this resolution; and/or

b) rendering of services, sale of any goods and material, providing financial assistance by the Company and/or its subsidiaries to related parties including but not limited to payment services, arrangement for offline and online transactions, technology services, branding, advertising and promotional Services, purchase/ sale/lease/exchange of assets and/or any equipment, reimbursements of expenses incurred by or on behalf of related parties, transfer of any resources, services or obligations and other services including providing any guarantee, up to a maximum aggregate value and/or total outstanding on any date during the financial year as detailed in the explanatory statement to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary and as the Board may in its absolute discretion deem necessary, desirable or expedient, including but not limited to finalizing the terms and conditions, methods and modes, finalizing and executing necessary documents, including contracts, schemes, agreements and such other papers, documents as may be required, filing applications and seeking all necessary approvals from relevant authorities (if required) to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to delegate all or any of the powers herein conferred to director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

Kota (Rajasthan),
August 12, 2026

Registered Office:
Village Tangori, Banur, Karala, Rajpura, Patiala,
Mohali, Punjab- 140601
Corporate Office:
CP Tower 1, Road No. 1, IPIA, Kota, Rajasthan-324005

By Order of the Board
CAREER POINT EDUTECH LIMITED
s/d
(CS Bhavika Sharma)
Company Secretary
ICSI Membership No. A48235

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 **("Act"),** read with the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), setting out material facts relating to Special Business under item Nos. 4 to 6 to be transacted at the 20th Annual General Meeting ("AGM") are annexed hereto and forms part of the Notice. Further, the relevant details as required pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM forms part of this Notice.

GENERAL INSTRUCTIONS FOR PARTICIPATION AT 20th AGM AND E-VOTING

2. The equity shares of the Company ("the Company") got listed on a recognized stock exchange i. e. BSE and NSE as on dated 5th September, 2025, Pursuant to the Composite Scheme of Arrangement approved by the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, vide order dated 22nd October 2024.

3. The 20th Annual General Meeting ("AGM") of the Company is being held through VC/OAVM and the members can attend and participate in the ensuing AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue, the deemed venue for the 20th AGM of the Company shall be the corporate office of the Company, pursuant to the provisions of the Companies Act, 2013 ("Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and the Ministry of Corporate Affairs, Government of India ("MCA") General Circular No. 03/2025 dated September 22, 2025, 09/2024 dated 19 September 2024, read with General Circular Nos. 20/2020 dated 5 May 2020, 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 02/2021 dated 13 January 2021, 02/2022 dated 5 May 2022 and 10/2022 dated 28 December 2022 (collectively referred to as "MCA Circulars"), and the Securities and Exchange Board of India ('SEBI') vide its circulars dated May 12, 2020 and subsequent circulars issued in this regard, the latest being October 3, 2024 ('SEBI Circulars') has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ('SEBI Listing Regulations')

4. Pursuant to the MCA Circulars and Regulation 44(4) of the SEBI Listing Regulations, the AGM is being held through VC and physical presence of Members to the AGM venue is not required. Accordingly, in terms of Section 105 of the Act, the facility for appointment of proxies is not available and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, Institutional/Corporate Members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate and vote through e-voting.

5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

6. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

7. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed hereto.

8. Pursuant to the provisions of Section 112 and Section 113 of the Companies Act, 2013, the representatives of the members such as the President of India or the Governor of a State or a body corporate can attend the AGM through VC/OAVM and cast their votes by authorizing their representatives to participate and vote at the AGM. Accordingly it is requested to send a certified copy of the Board resolution by such body corporate members, authorization letter by the governing body to the Company or upload on the VC portal / e-voting portal.

9. In line with the measures undertaken by the Ministry of Corporate Affairs ("MCA") for promotion of Green Initiative, the MCA has introduced the provision for sending the notice of the meeting and other shareholder correspondences through electronic mode. Accordingly, the electronic copies of the Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent to all the shareholders whose email addresses are registered/ available with the Company/ Depository Participants and Registrar to an Issue ("RTA") as on the cut-off date i.e. Friday, September 18, 2026 and the same also have been uploaded on the website of the Company at https://cpedutech.in/

   The members who have not registered / updated their e-mail addresses so far, are requested to register/ update their e- mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold their shares in physical form and who are desirous of receiving the communication/ documents in electronic form are requested to promptly register their e-mail addresses with the Registrar or the Company giving reference of their Folio Number.

   The Notice and Annual Report can also be accessed from the website of the Stock Exchanges i.e BSE Limited and National Stock Exchange of India Limited at www.bseinida.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

   In terms of the applicable provisions of the SEBI Listing Regulations, a Letter providing the web-link (including the exact path) and QR Code for accessing the Annual Report for the Financial Year 2025-26 will be dispatched to those Members whose e-mail addresses are not registered with the Company / DPs / Depositories / RTA.

10. The AGM/EGM has been convened through VC/OAVM in

compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular Nos. 14/2020, 17/2020, 20/2020, 02/ 2021, 19/2021, 21/2021, 2/2022 10/2022 and 09/2023 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021, 5th May 2022, 28th December, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively, ("**MCA Circulars"**).

11. Members are requested to notify immediately the change, if any of their name, postal address, email address, mobile number, PAN, Nomination and bank particulars to their DP, if the shares are held by them in electronic form and to the Registrar & Share Transfer Agent ("RTA") of the Company i.e. Ankit Consultancy Pvt. Ltd., if shares are held in physical form, in prescribed form ISR-1 as available on website of RTA at www.ankitonline.com and also available on the website of the Company at https://cpedutech.in/ and along with such other forms, pursuant to SEBI Circular No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. Further the shareholders are requested to submit duly filled the Form ISR-1 along with all necessary documents at the address of RTA at "60, Electronic Complex, Pardeshipura, Indore, Madhya Pradesh-452010 or at the E-mail ID of RTA i.e. investor@ankitonline.com. Pursuant to the above referred SEBI Circular, in case any of the above cited documents/details are not available in the folio(s) of physical securities on or after October 01, 2023, RTA shall be constrained to freeze such folio(s). To prevent fraudulent transactions, members are allowed to exercise due diligence and not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

12. Institutional Investors and Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-voting are requested to send a scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority Letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at (amitgupta01cp@gmail.com with a copy marked to evoting@nsdl.com and info@cpedutech.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "**Upload Board Resolution/Authority Letter**" displayed under the "**e-Voting** "tab in their login.

13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection at the Corporate office of the Company at CP Tower-1, Road No.-1, IPIA, Kota, Rajasthan-324005, India between 3:00 P.M and 5:00 P.M in working days till the date of AGM

14. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, the September 19, 2026 to Friday, the 25th September, 2026 (both days inclusive) for annual closing.

15. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.

16. Members are requested to quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.

17. Non Resident Indian Members are requested to inform Registrar and Share Transfer Agent of the Company regarding any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

18. Members are requested to address all correspondence, including on dividends, to the Registrar and Share Transfer Agents, Ankit Consultancy Private Limited at 60, Electronic Complex, Pardeshipura, Indore, Madhya Pradesh-452010.

19. Pursuant to the provisions of Section 72 of the Act read with SEBI Master Circular No. HO/38/13/(4)2026-MIRSDPOD/ I/4298/2026 dated February 06, 2026, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14 as the case may be. The said forms can be downloaded from the Company's website at https://cpedutech.in/. As the equity shares of the Company are held in dematerialized form, Members are requested to submit the duly completed nomination forms directly to their DPs.

20. In case of joint holders attending the meeting, only such joint holder whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the meeting, provided the votes are not already cast by remote e-voting by the first holder.

21. The Members desirous of obtaining any information/ clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.

22. Pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, the Company may send notice of general meeting, directors' report, auditors' report, audited Financial Statements and other documents through electronic mode. Further, pursuant to the first proviso to the Rule 18 of the Companies (Management and Administration) Rule, 2014, the Company shall provide an advance opportunity at least once in a financial year to the members to register their e-mail address and changes therein. In view of the same, Members are requested to kindly update their e-mail address with depository participants in case of holding shares in demat form. If holding shares in physical form, Members are requested to inform their e-mail ID to the Company.

23. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

24. As per Section 136 of the Companies Act, 2013 read with Rule

11 of Companies (Accounts) Rules, 2014, Financial Statements may be sent to the Members:

a) by electronic mode to such Members whose shares are held in dematerialized form and whose email Ids are registered with Depository for communication purposes;

b) where Shares are held in physical form, to such Members who have positively consented in writing for receiving by electronic mode; and

c) by dispatch of physical copies through any recognized mode of delivery as specified under Section 20 of the Act, in all other cases.

In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your e-mail ID with:

i. Our RTA: for the Shares held in physical form and

ii. Your respective Depository Participants: for the Shares held in dematerialized form.

25. SEBI vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 had mandated the companies to use any of the RBI approved electronic mode of payment such as ECS (Local ECS/Regional ECS/National ECS), NEFT, RTGS etc. for distribution of dividends and other cash benefits to investors. The Circular also mandated the companies or their registrar & share transfer agents (RTA) to maintain bank details of investors. In case the securities are held in demat mode, the companies or their RTA shall seek relevant bank details from depositories and in case the securities are held in physical mode, the companies or their RTA shall take necessary steps to maintain updated bank details at their end. The members are requested to ensure that correct and updated particulars of their bank account are available with their respective depository participants and the Company / its RTA to facilitate necessary payments through electronic mode.

26. The annual accounts of the subsidiary company along with the related detailed information is available for inspection at the Corporate Office of the Company and of the subsidiary concerned and copies will also be made available to Shareholders of the Company and its subsidiary company upon request and the same are also available on the website of the Company i.e. https://cpedutech.in/

27. SEBI vide its Notification No. SEBI/LAD-NRO/GN/2018/ 24 dated June 08, 2018 and Notification No. SEBI/ LAD-NRO/GN/2018/49 dated November 30, 2018 amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has mandated that securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the same, now the shares cannot be transferred in the physical mode. Accordingly, the Company/ Registrar and Share Transfer Agent has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to dematerialize their shareholdings immediately. Further, the Members can request for transmission or transposition of securities to the RTA or Company by adopting procedure as per SEBI Circular No. SEBI/ HO/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022.

28. Disclosure pursuant to Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings, with respect to Directors seeking appointment/re-appointment at the Annual General Meeting, is as follows:

For other details such as number of meetings of the Board attended during the year, remuneration drawn in respect of the aforesaid directors, please refer to the Corporate Governance Report.

29. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off date i.e. Friday, September 18, 2026 shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the notice, who shall have no voting rights as on the Cut-off date, shall treat this notice as intimation only.

30. A person who has acquired the shares and has become a member of the Company after the dispatch of the notice of the AGM and prior to the Cut-off date i.e. Friday, September 18, 2026 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the process mentioned in this part.

31. The remote e-voting will commence on Monday at 9:00 A.M. on September 21, 2026 and will end on Thursday at 05:00 P.M. on September 24, 2026. During this period, the members of the Company holding shares either in physical form or in Demat form as on the Cut-off date i.e. Friday, September 18, 2026 cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote evoting module shall be disabled for voting by NSDL thereafter.

32. Once the vote on a resolution is cast by a member, he/she shall not be allowed to change it subsequently or cast the vote again.

33. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, September 18, 2026.

34. The Company has appointed Mr. Amit Gupta, Practicing Advocate, Kota (BAR Membership No. 1550/2005) as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote evoting and e-voting on the date of the AGM and make, not later than 2 working days of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.

The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company https://cpedutech.in/ and on Service Provider's website i.e. https://www.evoting.nsdl.com immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the stock exchanges where the shares of the Company are listed.

35. E-voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their votes at the AGM by electronic means and the business may be transacted through e-voting as per instructions below:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 21.09.2026, at 9:00 A.M. and ends on 24.09.2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18.09.2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18.09.2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under **“Login”** which is available under **‘IDeAS’** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS Portal”** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. 

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers..
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to amitgupta01cp@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 4886 7000 or send a request to Ms. Prajakta Pawle at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@cpedutech.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@cpedutech.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under the **"Join General meeting"** menu against the company name. You are requested to click on the VC/OAVM link placed under the Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance by 15th September, 2026 mentioning their name, demat account number/ folio number, email id, mobile number at info@cpedutech.in. The same will be replied by the Company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use the Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

Kota (Rajasthan),	By Order of the Board
August 12, 2026	**CAREER POINT EDUTECH LIMITED**
Registered Office:	**(CS Bhavika Sharma)**
Village Tangori, Banur Mohali, Karala,	Company Secretary
Rajpura, Patiala, Punjab- 140601	ICSI Membership No. A48235
Corporate Office:	
CP Tower 1, Road No. 1, IPIA,	
Kota (Rajasthan)-324005	

STATEMENT/ EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SEBI (LODR) REGULATION, 2015 AND CIRCULAR ISSUED THEREUNDER

The Statement/ Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), and Regulation 23 of the given here under sets out material facts relating to the special business mentioned at Item Nos. 4 to 6 of the accompanying Notice dated 12th August, 2026.

Item No. 4

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, beyond the maximum permissible limit under Section 186 of the Companies Act, 2013 i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, provided that if special resolution has been passed by the shareholders of the Company to that effect.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required. The loan(s), guarantee(s), security (ies) and investment(s), as the case may be, shall be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

Accordingly, as required under the provisions of Section 186 of the Act, the approval of the members is sought by way of a special resolution to enable the Board to make investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required up to a limit of Rs. 200.00 Crores (Rupees Two Hundred Crores only) or sixty per cent of its paid-up share capital , free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

The above proposal is in the interest of the Company and the Board recommends the Resolution for approval by the members of the Company as Special Resolutions.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 5

The Company proposes to advance Inter-Corporate Deposits/Loans to for the purpose of meeting their day to day working capital requirements as and when necessary and deemed if fit by the Board of the Company and they are the related parties with respect to the company by virtue of below mentioned criteria:

(a) CP Capital Limited (formerly Known as Career Point Limited): Amount not exceeding of Rs. 150 Crores.

(b) Sankalp Capital Private Limited: Amount not exceeding of Rs. 10 Crores.

(c) Career Point University, Kota: Amount not exceeding of Rs. 10 Crores.

(d) Career Point University, Hamirpur: Amount not exceeding of Rs. 10 Crores.

(e) Shricon Industries Limited: Amount not exceeding of Rs. 5 Crores.

(f) Soyug Limited: Amount not exceeding of Rs. 10 Crores.

(g) Career Point Infra Limited: Amount not exceeding of Rs. 5 Crores.

Name of the Company/Body Corporate	Interested Director
CP Capital Limited (Formerly Known as Career Point Limited)	Mr. Pramod Kumar Maheshwari and Mr. Om Prakash Maheswhari -Common Directorship and hold more than 2% of paid up share Capital of the Company, Mrs. Shilpa Maheshwari is relative of Mr. Pramod Kumar Maheshwari.
Sankalp Capital Private Limited	Mr. Pramod Kumar Maheshwari and Mr. Om Prakash Maheshwari - Common Directorship and hold more than 2% of the paid up share capital of the Company, Mrs. Shilpa Maheshwari is relative of Mr. Pramod Kumar Maheshwari.
Career Point University, Kota	Mr. Pramod Kumar Maheshwari, Director of the Company and Member of Board of Management, Mr. Om Prakash Maheswhari and Mrs. Shilpa Maheshwari are relative of Mr. Pramod Kumar Maheshwari.
Career Point University, Hamirpur	Mr. Pramod Kumar Maheshwari, Director of the Company and Member of Board of Management, Mr. Om Prakash Maheswhari and Mrs. Shilpa Maheshwari are relative of Mr. Pramod Kumar Maheshwari.
Shricon Industries Limited	Mr. Om Prakash Maheshwari -Common Directorship, Mr. Om Prakash Maheshwari and Mr. Pramod Kumar Maheshwari holds more than 2% of the paid up share capital of the Company and Mrs. Shilpa Maheshwari are relative of Mr. Pramod Kumar Maheshwari.
Soyug Limited	Mr. Pramod Kumar Maheshwari and Mr. Om Prakash Maheshwari -Common Directorship and Mrs. Shilpa Maheshwari Director of the Company hold more than 2% of the paid up share capital of the Company
Career Point Infra Limited	Mr. Pramod Kumar Maheshwari and Mr. Om Prakash Maheshwari -Common Directorship, Mr. Pramod Kumar Maheshwari, Mr. Om Prakash Maheshwari and Mrs. Shilpa Maheshwari are shareholders of the Company

The provisions of Section 185 of the Companies Act, 2013, mandates that such Inter-Corporate deposits/Loans can be granted if a Special

Resolution at the General Meeting of the Shareholders is passed. The required particulars as per proviso to Section 185(2) are given hereunder.

Name of the Company/Body Corporate	Amount proposed to be given by the Company not exceeding of `	Purpose for which the Inter-Corporate Deposits/Loans is proposed to be utilised
CP Capital Limited (Formerly Known as Career Point Limited)	150 Crores	To meet day to day working capital requirements of the Company
Sankalp Capital Private Limited	10 Crores	To meet day to day working capital requirements of the Company
Career Point University, Kota	10 Crores	To meet day to day working capital requirements of the Company
Career Point University, Hamirpur	10 Crores	To meet day to day working capital requirements of the Company
Shricon Industries Limited	5 Crores	To meet day to day working capital requirements of the Company
Soyug Limited	10 Crores	To meet day to day working capital requirements of the Company
Career Point Infra Limited	5 Crores	To meet day to day working capital requirements of the Company

Except Mr. Pramod Kumar Maheshwari and his relatives, Mr. Om Prakash Maheshwari, and Mrs. Shilpa Maheshwari none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in the proposed Special Resolution.

The Resolution at Item No. 5 of the Notice is recommended by the Board to be passed as a Special Resolution

Item No. 6

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI Listing Regulations'),** as amended from time to time, including by the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, notified in November 2025 and effective December 18, 2025 (in respect of the provisions relating to Related Party Transactions), provides that all Material Related Party Transactions **('RPT')** of the Company shall require the approval of shareholders by means of an Ordinary Resolution. A related party transaction is considered 'material' if the transaction(s) to be entered into individually, or taken together with previous transactions during a financial year, exceeds the threshold prescribed under the newly inserted Schedule XII to the SEBI Listing Regulations, computed with reference to the annual consolidated turnover of the Company as per its last audited financial statements. As per Schedule XII, for a listed entity whose annual consolidated turnover does not exceed 20,000 crore, a related party transaction is material if it exceeds 10% of the annual consolidated turnover of the Company. The said threshold is applicable even if the transactions are in the ordinary course of business of the Company and at an arm's length basis.

Regulation 2(1)(zc) of the SEBI Listing Regulations defines a related party transaction to include a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on the one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not. The term 'related party' is defined under Section 2(76) read with Section 2(77) of the Companies Act, 2013 and the rules made thereunder, as well as under Regulations 2(1)(zb) and 2(1)(zd) of the SEBI Listing Regulations.

It is in the above context that Resolution No. 6 is placed for the approval of the Shareholders of the Company.

The Company is engaged in the business of providing educational services and other ancillary and incidental services and is required to enter into various operational transactions with its related parties in the ordinary course of business to achieve its business objectives, which are carried out either directly or through its subsidiaries. The annual consolidated turnover of the Company as on March 31, 2026 is Rs. 51.22 crore (excluding duties and taxes) and the standalone turnover of the Company as on March 31, 2026 is Rs. 50.33 crore (excluding duties and taxes). Accordingly, based on the aforesaid Schedule XII threshold, the materiality threshold applicable to the Company for the Financial Year 2025-26 is 10% of the annual consolidated turnover of the Company, i.e., Rs. 5.12 crore.

In furtherance of its business activities, the Company and its Subsidiaries have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) with related parties in terms of Regulation 2(1)(zc)(i) of the SEBI Listing Regulations.

The Company has a well-defined governance process for the related party transactions undertaken by it. These transactions are independently reviewed by accounting firms / independent accounting firms for arm's length consideration and compared with the benchmarks available for similar types of transactions, and these analyses are presented to the Audit Committee.

Further, all related party transactions are undertaken after obtaining prior approval of the Audit Committee. The Audit Committee of the Company currently comprises independent directors. All related party transactions have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews, on a quarterly basis, the details of all related party transactions entered into by the Company during the previous quarter, pursuant to its approvals. The related party transactions between the Company and its subsidiaries and their related parties are approved by the audit committees consisting of a majority of independent directors.

Members may note that these Related Party Transactions, as placed for members' approval, shall at all times be subject to prior approval of the Audit Committee of the Company and shall continue to be on an arm's length basis and in the ordinary course of business of the Company. In terms of the SEBI Listing Regulations, all related party transactions are required to be approved by only those members of the Audit Committee who are independent directors.

The aforesaid related party transactions with related parties shall also be reviewed / monitored by the Audit Committee of the Company as per the requirements of the SEBI Listing Regulations and the Companies Act, 2013, and shall remain within the limits as approved by the members. Any subsequent material modification in the proposed transactions, as defined by the Audit Committee, forming part of the Company's policy on related party transactions available at https://cpedutech.in/, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

The related party transactions with related parties shall not, in any manner, be detrimental to the interest of minority members and shall be in the best interest of the Company and its members.

Further, SEBI vide its circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, as modified by SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, has issued revised Industry Standards on 'Minimum information to be provided for review of the Audit Committee and shareholders for approval of a related party transaction' **('RPT Industry Standards'),** to facilitate a uniform approach and assist listed companies in complying with the provisions of Regulation 23 of the SEBI Listing Regulations, read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circular'). The RPT Industry Standards inter alia require a listed entity to provide minimum information, in the specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval. The details, as required under the SEBI Master Circular read with the aforesaid SEBI circular and the RPT Industry Standards, as applicable, to the Material RPTs mentioned in this Notice are set out in Annexure to this Notice / Statement.

Mr. Pramod Kumar Maheshwari, Managing Director, and Mr. Om Prakash Maheshwari, Chairman and Director of the Company, are interested in the Ordinary Resolution set out at Item No. 6.

The relative(s) of Mr. Pramod Kumar Maheshwari and Mr. Om Prakash Maheshwari may be deemed to be interested in the said Ordinary Resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 6 of the Notice.

Pursuant to Regulation 23 of the SEBI Listing Regulations, in respect of voting on this resolution, no related party shall vote to approve the resolution set out at Item No. 6. Thus, the said proposal is being placed before the non-related party shareholders for their approval.

The Board accordingly recommends the resolution set forth at Item No. 6 for approval of the members as an Ordinary Resolution.

This Explanatory Statement, setting out all material facts relating to the business mentioned at Item No. 6 of the accompanying Notice dated August 12, 2026, should be taken as forming part of this Notice.

The details as required under Regulation 23 of the Listing Regulations read with SEBI Master Circular read with RPT Industry Standards are as follows:

A. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND ITS SUBSIDIARIES ON THE ONE HAND AND RELATED PARTIES ON THE OTHER HAND

A. 1. MATERIAL RELATED PARTY TRANSACTION(S) WITH CP CAPITAL LIMITED (ERSTWHILE CAREER POINT LIMITED) ("CPCAP")

Background and details:

CP CAPITAL LIMITED (Erstwhile Career Point Limited) **("CPCAP")** is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with CPCAP has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations
The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with CPCAP. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and CPCAP to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-1"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S. N	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 1** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-1** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed

	and the Board of Directors recommends the proposed transaction to the shareholders for approval	material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A. 2. MATERIAL RELATED PARTY TRANSACTION(S) WITH SHRICON INDUSTRIES LIMITED ("SIL")

Background and details:

Shricon Industries Limited ("SIL") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with SIL has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with SIL. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and SIL to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-2"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S. N	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 2** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-2** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI

	recommends the proposed transaction to the shareholders for approval	Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.3. MATERIAL RELATED PARTY TRANSACTION(S) WITH CAREER POINT ACCESSORIES LIMITED ("CPAL")

Background and details:

Career Point Accessories Limited ("CPAL") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with CPAL has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with CPAL. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and CPAL to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure- 3"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S. N	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 3** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-3** of this notice
3	Disclose the fact that the Audit Committee has	The Audit Committee has reviewed the certificate

	reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.4. MATERIAL RELATED PARTY TRANSACTION(S) WITH CAREER POINT UNIVERSITY, KOTA ("CPUK").

Background and details:

Career Point University, Kota ('CPUK'), is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with CPUK has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with CPUK. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and CPUK to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-4"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 4** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price	Refer the details of transactions in **Annexure-4** of this notice

	and other material terms and conditions of RPT	
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.5. MATERIAL RELATED PARTY TRANSACTION(S) WITH CAREER POINT UNIVERSITY, HAMIRPUR ("CPUH").

Background and details:

Career Point University, Hamirpur ('CPUH') is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with CPUH has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with CPUH. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and CPUH to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-5"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party

	Industry Standards, to the extent applicable	Transactions, are provided in **Annexure 5** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-5** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.6. MATERIAL RELATED PARTY TRANSACTION(S) WITH GOPI BAI FOUNDATION TRUST ("GBFT")

Background and details:

Gopi Bai Foundation Trust ("GBFT") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with GBFT has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with GBFT. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and GBFT to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as "**Annexure-6**" to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	**Particulars of Minimum Information**	**Details of Minimum Information**
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in

	the extent applicable	**Annexure-6** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-6** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.7. MATERIAL RELATED PARTY TRANSACTION(S) WITH SANKALP CAPITAL PRIVATE LIMITED ("SCPL")

Background and details:

Sankalp Capital Private Limited ("SCPL") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with SCPL has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with SCPL. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and SCPL to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-7"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure-7** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-7** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

A.8. MATERIAL RELATED PARTY TRANSACTION(S) WITH SOYUG LIMITED ("SL")

Background and details:

Soyug Limited ("SL") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with SL has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with SL. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and SL to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-8"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 8** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-8** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

9. MATERIAL RELATED PARTY TRANSACTION(S) WITH CAREER POINT INFRA LIMITED ("CPIL")

Background and details:

Career Point Infra Limited ("CPIL") is one such entity qualifies as a related party of the Company in accordance with Section 2(76) of the Companies Act, 2013 and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The transactions undertaken with CPIL has been carried out in compliance with the applicable provisions of the Act, the Company's Policy on Related Party Transactions, and Regulation 23 of the SEBI Listing Regulations

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs with CPIL. The Audit Committee in it's meeting held on August 11, 2026 has reviewed and taken note of the certificate placed before it provided by the Managing Director and Chief Financial Officer of the Company, confirming that the proposed RPTs have been accurately and fully disclosed as prescribed by the Industry Standard Forum (ISF) in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, read with Regulation 23 of the SEBI LODR Regulations, that they are in the ordinary course of business, on an arm's length basis, and are in the interest of the Company, and that the Company has ensured compliance with applicable accounting standards in respect of disclosure and recognition of RPTs in the financial statements.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for RPTs between Career Point Edutech Limited and CPIL to be entered. The aggregate value of the transaction(s) shall not exceed the limits specified in the table forming part of this Explanatory Statement. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it.

Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for approval of Related Party Transactions along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as **"Annexure-9"** to this Notice.

Minimum Information to be provided to the members for approval of Material RPTs:

S.N.	Particulars of Minimum Information	Details of Minimum Information
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Information as placed before the Audit Committee in accordance with Industry Standards on Related Party Transactions, are provided in **Annexure 9** to this Notice.
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer the details of transactions in **Annexure-9** of this notice
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on 11th August, 2026, inter-alia, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on 12th August, 2026, considering the recommendation of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable as no such valuation report or other report of external party may be necessary for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant	All relevant information forms part of this statement setting out material facts pursuant to Section 102 of the Act.

The Members may note that as per the provisions of the SEBI Listing Regulations, no related parties (whether such related party is a party to the above-mentioned transactions or not), shall vote to approve this resolution.

The Board recommends this resolution for approval of the Members of the Company as an Ordinary Resolution as set out in Item No. 6 of the Notice.

Kota (Rajasthan), By Order of the Board

August 12th 2026 **For CAREER POINT EDUTECH LIMITED**

Registered Office:

Village Tangori, Banur, Karala, **CS Bhavika Sharma**

Rajpura, Patiala, Mohali, Punjab 140601 Company Secretary

Corporate Office: ICSI M.No. A34858

CP Tower 1, Road No. 1,

IPIA, Kota (Rajasthan)-324005

Details of Directors seeking Appointment / Re-appointment at the 20th AGM of the Company

Name of Director	Mr. Om Prakash Maheshwari
Designation	Non-Independent Non-Executive Director
Date of Birth	September 12, 1968
Date of Appointment	11th October, 2024
Experience in Specific functional areas	Over 25 years of experience in the field of finance & legal matters
Educational Qualifications	B.E. (Mechanical Engineering) from University of Rajasthan
Details of shares held	1386300 equity shares
List of companies (other than Career Point Edutech Ltd.) in which Directorships held as on 31.03.2026 (excluding Pvt. Ltd. Companies)	1. CP Capital Limited (Formerly Known as Career Point Limited) 2. Shricon Industries Limited 3. Career Point Infra Limited 4. Wellwin Technosoft Limited 5. Career Point learning Solutions Limited
Chairman / Member of the Committees of companies (other than Career Point Edutech Ltd.) in which he/she is a Director as on 31.03.2026	4
Relationship with other directors	Relative of Mr. Pramod Kumar Maheshwari, Managing Director.

Minimum Information to be provided to the shareholders for approval of Related Party Transactions (RPT) as per the Industry Standards

A. TRANSACTIONS BETWEEN THE COMPANY AND ITS SUBSIDIARIES ON THE ONE HAND AND RELATED PARTIES ON THE OTHER HAND AS PER RESOLUTION NO. 6

A-1. TRANSACTION WITH CP CAPITAL LIMITED (ERSTWHILE CAREER POINT LIMITED). (Annexure- 1)

<table>
<tr><th>S. No</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A (1)</td><td>Basic details of the related party</td><td></td></tr>
<tr><td>1</td><td>Name of the related party</td><td>CP Capital Limited (Erstwhile Career Point Limited) (“CPCAP”)</td></tr>
<tr><td>2</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3</td><td>Nature of business of the related party</td><td>Non-Banking Financial Company (“NBFC”)</td></tr>
<tr><td>A (2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>CPCAP is a listed public limited company and group entity of the Company. Mr. Pramod Kumar Maheshwari, Managing Director, Mr. Om Prakash Maheshwari, Chairman and Non-executive Director and Mrs. Shilpa Maheshwari, Non-executive Director of the Company are Promoter in CPCAP.
Accordingly, CP Capital Limited (Erstwhile Career Point Limited) (“CPCAP”) is one such entity and a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.</td></tr>
<tr><td>(a)</td><td>Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>Nil</td></tr>
<tr><td>(b)</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>N.A</td></tr>
<tr><td>(c)</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>Nil</td></tr>
<tr><td colspan="3">Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td></tr>
<tr><td>A (3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1</td><td colspan="2">Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td></tr>
<tr><td>(a)</td><td>Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td><td>FY 2025-26:
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Loan Given</td><td>89.34</td></tr>
<tr><td>2</td><td>Loan Recovered</td><td>52.65</td></tr>
<tr><td>3</td><td>Balance as on March, 2026</td><td>59.89</td></tr>
<tr><td>4</td><td>Interest Income</td><td>4.95</td></tr>
<tr><td>5</td><td>Rendering of services (Rent)</td><td>0.34</td></tr>
</table></td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2025-26:
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Loan Given</td><td>90.01</td></tr>
<tr><td>2</td><td>Loan Recovered</td><td>53.31</td></tr>
<tr><td>3</td><td>Balance as on March, 2026</td><td>67.24</td></tr>
<tr><td>4</td><td>Interest Income</td><td>5.59</td></tr>
<tr><td>5</td><td>Rendering of services (Rent)</td><td>0.34</td></tr>
</table></td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Loan Given</td><td>108.48</td></tr>
<tr><td>2</td><td>Loan Recovered</td><td>119.10</td></tr>
<tr><td>3</td><td>Balance as on June, 2026</td><td>51.83</td></tr>
<tr><td>4</td><td>Interest Income</td><td>1.56</td></tr>
<tr><td>5</td><td>Rendering of services (Rent)</td><td>0.08</td></tr>
<tr><td></td><td>Total</td><td>281.05</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
</table>

<table>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>150.00</td></tr><tr><td>2</td><td>Availing of Financing facility/loan</td><td>150.00</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 150 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>292.85 %</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>196.10%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2025-2026 (Rs in Crores)</th></tr><tr><td>Turnover</td><td>61.35</td></tr><tr><td>Profit After Tax</td><td>31.58</td></tr><tr><td>Net worth</td><td>548.18</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>150.00</td></tr><tr><td>2</td><td>Availing of Financing facility/loan</td><td>150.00</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and CP Capital Limited involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>150.00</td></tr><tr><td>2</td><td>Availing of Financing facility/loan</td><td>150.00</td></tr></table>Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 150 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Availing of services.
The Availing of services such as Financing facility/loan from M/S. CP Capital Limited (Erstwhile Career Point Limited) (“CPCAP”) is undertaken to meet the operational, financial and funding requirements of M/S. Career Point Edutech Ltd and enables M/S. Career Point Edutech Ltd to efficiently access the required financial resources and services necessary for its operations. Thereby facilitating smooth business operations, working capital management and meeting short-term liquidity requirements and ensure timely availability of funds as and when required. The consideration for services and the terms and conditions of the loan</td></tr>
</table>

		facility, including the applicable interest rate, tenure, repayment terms, service charges and other commercial terms, shall be determined on a **commercial and arm's length basis**, taking into consideration prevailing market conditions and applicable regulatory requirements and are entered into based on commercial considerations in the ordinary course of business. Accordingly, the proposed transactions support the business requirements of M/S. Career Point Edutech Ltd and are in the interest of the listed entity. **Rendering of services.** The Rendering of services such as Financing facility/loan by M/S. Career Point Edutech Ltd to M/S. CP Capital Limited (Erstwhile Career Point Limited) ("CPCAP") is undertaken in the ordinary course of business and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables CPCAP to meet its working capital, business and other general corporate funding requirements in an efficient and timely manner. The proposed loan/financing facility also facilitates optimum utilisation of the available funds of M/S. Career Point Edutech Ltd and provides an avenue for generating interest income from the deployment of surplus funds. The terms and conditions of the loan, including the rate of interest, tenure, repayment terms and other applicable conditions, shall be determined on a commercial and **arm's length basis**, keeping in view prevailing market conditions and applicable regulatory requirements. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** *Indirect interest shall mean interest held through any person over which an individual has control.*	CPCAP is a listed public limited company and group entity of the Company. Mr. Pramod Kumar Maheshwari, Managing Director, Mr. Om Prakash Maheshwari, Chairman and Non-executive Director of the Company are the Director and promoter in CPCAP and Mrs. Shilpa Maheshwari, Non-executive Director of the Company is Promoter in CPCAP.
a.	Name of the director / KMP	Mr. Pramod Kumar Maheshwari, Managing Director, Mr. Om Prakash Maheshwari, Chairman and Non-executive Director and Promoters of the Company are the Directors in CPCAP. Mrs. Shilpa Maheshwari, Non-executive Director of the Company is Promoter in CPCAP. They has interest in company directly or indirectly.
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	• Mr. Pramod Kumar Maheshwari holds 2138216 Number of shares (11.75%) in CPCAP. • Mr. Om Prakash Maheshwari holds 1386300 Number of shares (7.62%) in CPCAP. • Mr. Shilpa Maheshwari holds 1339500 Number of shares (7.36%) in CPCAP.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Nil
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	

1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not applicable, No default has been made.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-2. TRANSACTION WITH SHRICON INDUSTRIES LIMITED. **(Annexure- 2)**

<table>
<tr><th>S. No</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A (1)</td><td>Basic details of the related party</td><td></td></tr>
<tr><td>1</td><td>Name of the related party</td><td>Shricon Industries Limited (“SIL”)</td></tr>
<tr><td>2</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3</td><td>Nature of business of the related party</td><td>E-commerce</td></tr>
<tr><td>A (2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>Mr. Om Prakash Maheshwari, Chairman & Non-executive Director and Promoters of the Company is Directors in SIL and Mr. Pramod Kumar Maheshwari, Director and promoter of the Company is also a shareholder in SIL.
SIL is a listed public limited company and group entity of the Company. Accordingly, Shricon industries Limited is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR</td></tr>
<tr><td>(a)</td><td>Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>N.A</td></tr>
<tr><td>(b)</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>N.A</td></tr>
<tr><td>(c)</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>Nil</td></tr>
<tr><td colspan="3">Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td></tr>
<tr><td>A (3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1</td><td colspan="2">Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td></tr>
<tr><td>(a)</td><td>Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td><td>FY 2025-26:<table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Purchase of any goods and material</td><td>0.00</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>0.0094</td></tr></table></td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2025-26:<table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Purchase of any goods and material</td><td>0.03</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>0.05</td></tr></table></td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>0.01</td></tr><tr><td></td><td>Total</td><td>0.01</td></tr></table></td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>5.00 Cr</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr><tr><td></td><td>Total</td><td>20.00 Cr.</td></tr></table></td></tr>
</table>

<table>
<tr><td></td><td></td><td>Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 20 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>39.05 %</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>444.44%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table>
<tr><th>Particulars</th><th>FY 2025-2026 (Rs in Crores)</th></tr>
<tr><td>Turnover</td><td>4.50</td></tr>
<tr><td>Profit After Tax</td><td>1.94</td></tr>
<tr><td>Net worth</td><td>5.65</td></tr>
</table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>5.00 Cr</td></tr>
<tr><td>2</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr>
<tr><td></td><td>Total</td><td>20.00 Cr.</td></tr>
</table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and Shricon industries Limited involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>5.00 Cr</td></tr>
<tr><td>2</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr>
<tr><td></td><td>Total</td><td>20.00 Cr.</td></tr>
</table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 20 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Rendering of services and/or sale of any goods and material.
The Rendering of services such as Financing facility/loan and/or sale of any goods and material by M/S. Career Point Edutech Ltd to M/S. Shricon Industries Limited is undertaken in the ordinary course of business and</td></tr>
</table>

		enables M/S. Career Point Edutech Ltd to leverage its operational capabilities, resources and expertise to meet the requirements of the recipient entity. Such transactions contribute to M/S. Career Point Edutech Ltd's revenue generation and efficient utilization of its assets and resources. The consideration for such sales is determined in accordance with arm's length principles. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** *Indirect interest shall mean interest held through any person over which an individual has control.*	Mr. Om Prakash Maheshwari, Director and promoter of the Company is also director and shareholder in Shricon industries Limited. Mr. Pramod Kumar Maheshwari, Director and promoter of the Company is also a shareholder in Shricon industries Limited.
a.	Name of the director / KMP	• Mr. Om Prakash Maheshwari, is common promoter and Chairman of our company and Shricon industries Limited. • Mr. Pramod Kumar Maheshwari is also Director and promoter of the Company and is shareholder and promoter in Shricon industries Limited. Both has interest in company directly or indirectly.
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	• Mr. Om Prakash Maheshwari, holds 182050 Number of Shares (14.68%) in Shricon industries Limited • Mr. Pramod Kumar Maheshwari holds 125343 Number of Shares (12.67%) in Shricon industries Limited
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	NA

	Note: *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request*. **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed*.	Not applicable, No default has been made.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-3. TRANSACTION WITH CAREER POINT ACCESSORIES PRIVATE LIMITED. **(Annexure- 3)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Career Point Accessories Private Limited ("CPAPL")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Education
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in	Career Point Accessories Private Limited is a private limited company and

<table>
<tr><td></td><td>case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>group entity of the Company.
Mr. Pramod Kumar Maheshwari, MD, Mr. Om Prakash Maheshwari, Chaimran and Promoters of the Company are the Directors in CPAPL
Accordingly, Career Point Accessories Private Limited is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.</td></tr>
<tr><td>(a)</td><td>Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>Career Point Edutech Limited holds 60,000 Shares (60%) in Career Point Accessories Private Limited.
Hence, Career Point Accessories Private Limited is subsidiary Company and is related party.</td></tr>
<tr><td>(b)</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>N.A</td></tr>
<tr><td>(c)</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).</td><td>Nil</td></tr>
<tr><td colspan="3">Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td></tr>
<tr><td>A (3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1</td><td colspan="2">Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td></tr>
<tr><td>(a)</td><td>Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.</td><td>FY 2025-26:<table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>0.09 Cr</td></tr></table></td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2025-26:<table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>0.00</td></tr></table></td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table><tr><th>S. N</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>0.00</td></tr><tr><td></td><td>Total</td><td>0.00</td></tr></table></td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>10.00 Cr</td></tr></table>Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>19.52 %</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of</td><td>N.A</td></tr>
</table>

<table>
<tr><td></td><td>subsidiary's annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td></td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>3,846.15%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2025-2026 (Rs in Crores)</th></tr><tr><td>Turnover</td><td>0.26</td></tr><tr><td>Profit After Tax</td><td>0.0087</td></tr><tr><td>Net worth</td><td>0.78</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>10.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and Career Point Accessories Private Limited involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>10.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Sale of any goods and material.
Sale of any goods and material by M/S. Career Point Edutech Ltd to M/S. Career Point Accessories Private Limited is undertaken in the ordinary course of business and enables M/S. Career Point Edutech Ltd to leverage its operational capabilities, resources and expertise to meet the requirements of the recipient entity. Such transactions contribute to M/S. Career Point Edutech Ltd's revenue generation and efficient utilisation of its assets and resources. The consideration for such sales is determined in accordance with arm's length principles. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Pramod Kumar Maheshwari, MD, Mr. Om Prakash Maheshwari, Chairman and Promoters of the Company are the Directors in CPAPL.</td></tr>
<tr><td>a.</td><td>Name of the director / KMP</td><td>• Mr. Om Prakash Maheshwari, is Chairman and promoter of our company and is a Directors in CPAPL.
• Mr. Pramod Kumar Maheshwari Managing Director of the Company and is Directors in CPAPL.
Both has interest in company directly or indirectly.</td></tr>
<tr><td>b.</td><td>Shareholding of the director / KMP, whether direct or</td><td>• Mr. Pramod Kumar Maheshwari holds 13,334 Number of shares</td></tr>
</table>

	indirect, in the related party	(13.34%) in CPAPL. • Mr. Om Prakash Maheshwari holds 13,333 Number of shares (13.33%) in CPAPL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Nil
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	Any advance paid or received for the contract or arrangement, if any; (Trade advance)	Nil

A-4. TRANSACTION WITH CAREER POINT UNIVERSITY, KOTA. **(Annexure-4)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Career Point University, Kota ("CPUK")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Education
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	CPUK is a University established vide Career Point University Act, 2012 and group entity of the Company. Mr. Pramod Kumar Maheshwari Managing Director of the Company is the Chairperson of the University and Mr. Om Prakash Maheshwari, Chairman & non-executive Director and Promoters of the Company are members of Board of Management of the University. Accordingly, CPUK is a University, Kota is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	N.A
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2025-26:

S. No	Nature of transactions	Amount (Rs. in Crores)

<table>
<tr><td></td><td></td><td><table>
<tr><td>1</td><td>Sale of any goods and material</td><td>0.42</td></tr>
<tr><td>2</td><td>Electricity Expenses Reimbursement</td><td>0.08</td></tr>
<tr><td>3</td><td>Service Rendered</td><td>12.00</td></tr>
<tr><td>4</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
</table></td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2025-26:<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Sale of any goods and material</td><td>0.50</td></tr>
<tr><td>2</td><td>Electricity Expenses Reimbursement</td><td>0.00</td></tr>
<tr><td>3</td><td>Service Rendered</td><td>12.00</td></tr>
<tr><td>4</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
</table></td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Sale of any goods and material</td><td>0.65</td></tr>
<tr><td>2</td><td>Electricity Expenses Reimbursement</td><td>0.00</td></tr>
<tr><td>3</td><td>Service Rendered</td><td>2.00</td></tr>
<tr><td>4</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
<tr><td></td><td>Total</td><td>2.65</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.</td><td><table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr>
<tr><td>2</td><td>Sale of any goods and material</td><td>30.00 Cr</td></tr>
<tr><td></td><td>Total</td><td>40.00 Cr</td></tr>
</table>Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 40 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>78.09 %</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>166.11%</td></tr>
</table>

<table>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2024-2025 (Rs in Crores)</th></tr><tr><td>Turnover</td><td>24.08</td></tr><tr><td>Profit After Tax</td><td>-2.98</td></tr><tr><td>Net worth</td><td>7.10</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>30.00 Cr</td></tr><tr><td></td><td>Total</td><td>40.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and Career Point University, Kota involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>30.00 Cr</td></tr><tr><td></td><td>Total</td><td>40.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 40 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Rendering of services and/or sale of any goods and material.
The Rendering of services such as Financing facility/loan and/or Sale of any goods and material by M/S. Career Point Edutech Ltd to M/S. Career Point University, Kota is undertaken in the ordinary course of business and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables M/S. Career Point Edutech Ltd to leverage its operational capabilities, resources and expertise to meet the requirements of the recipient entity. Such transactions contribute to M/S. Career Point Edutech Ltd's revenue generation and efficient utilisation of its assets and resources. The consideration for such sales is determined in accordance with arm's length principles. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Pramod Kumar Maheshwari Managing Director of the Company is the Chairperson of the University and Mr. Om Prakash Maheshwari, Chairman & Non –executive Director, Whole time Director and Promoters of the Company are members of Board of Management of the University.</td></tr>
<tr><td>a.</td><td>Name of the director / KMP</td><td>• Mr. Om Prakash Maheshwari, is Chairman and promoter of our company and is a Board of Management of the University.
• Mr. Pramod Kumar Maheshwari Managing Director of the Company and is Chairperson of the University.
Both has interest in company directly or indirectly.</td></tr>
<tr><td>b.</td><td>Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Nil</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Nil</td></tr>
</table>

9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	Not applicable, No default has been made.

	Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-5. TRANSACTION WITH CAREER POINT UNIVERSITY, HAMIRPUR. **(Annexure-5)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Career Point University, Hamirpur ("CPUH")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Education
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	CPUH is a University and group entity of the Company. Mr. Pramod Kumar Maheshwari Managing Director of the Company is the Chairperson of the University and Mr. Om Prakash Maheshwari, Chairman & Non –executive Director, Whole time Director and Promoters of the Company are members of Board of Management of the University. Accordingly, CPUH is a University, Hamirpur is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	N.A
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores)

<table>
<tr><td></td><td></td><td>
<table>
<tr><td>1</td><td>Sale of any goods and material</td><td>0.60</td></tr>
<tr><td>2</td><td>Service Rendered (Auxilliary Education Services)</td><td>8.51</td></tr>
<tr><td>3</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
</table>
</td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2025-26:
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Sale of any goods and material</td><td>0.60</td></tr>
<tr><td>2</td><td>Service Rendered (Auxilliary Education Services)</td><td>8.51</td></tr>
<tr><td>3</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
</table>
</td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Sale of any goods and material</td><td>1.05</td></tr>
<tr><td>2</td><td>Service Rendered (Auxilliary Education Services)</td><td>4.00</td></tr>
<tr><td>3</td><td>Rendering of Financing facility/loan given</td><td>0.00</td></tr>
<tr><td></td><td>Total</td><td>5.05</td></tr>
</table>
</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.</td><td>
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr>
<tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr>
<tr><td>2</td><td>Sale of any goods and material</td><td>25.00 Cr</td></tr>
<tr><td></td><td>Total</td><td>35.00 Cr</td></tr>
</table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 35 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>68.33%</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>201.85%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:</td><td>
<table>
<tr><th>Particulars</th><th>FY 2024-2025 (Rs in Crores)</th></tr>
<tr><td>Turnover</td><td>17.34</td></tr>
<tr><td>Profit After Tax</td><td>4.72</td></tr>
</table>
</td></tr>
</table>

<table>
<tr><td></td><td>The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><td>Net worth</td><td>3.06</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>25.00 Cr</td></tr><tr><td></td><td>Total</td><td>35.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and Career Point University, Hamirpur involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>25.00 Cr</td></tr><tr><td></td><td>Total</td><td>35.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 35 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Rendering of services and/or sale of any goods and material.
The Rendering of services such as Financing facility/loan and/or sale of any goods and material by M/S. Career Point Edutech Ltd to M/S. Career Point University, Hamirpur (“CPUH”) is undertaken in the ordinary course of business and and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables M/S. Career Point Edutech Ltd to leverage its operational capabilities, resources and expertise to meet the requirements of the recipient entity. Such transactions contribute to M/S. Career Point Edutech Ltd’s revenue generation and efficient utilisation of its assets and resources. The consideration for such sales is determined in accordance with arm’s length principles. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Pramod Kumar Maheshwari Managing Director of the Company is the Chairperson of the University and Mr. Om Prakash Maheshwari, Chairman & Non –executive Director, Whole time Director and Promoters of the Company are members of Board of Management of the University.</td></tr>
<tr><td>a.</td><td>Name of the director / KMP</td><td>• Mr. Om Prakash Maheshwari, is Chairman and promoter of our company and is a Board of Management of the University.
• Mr. Pramod Kumar Maheshwari Managing Director of the Company and is Chairperson of the University.
Both has interest in company directly or indirectly.</td></tr>
<tr><td>b.</td><td>Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Nil</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Nil</td></tr>
<tr><td>9</td><td>Other information relevant for decision making.</td><td>All relevant information forms a part of this disclosure setting out requisite facts.</td></tr>
</table>

B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	13.20% or The interest rate applicable to the transaction shall be determined based on guidance provided in the RPT framework approved by the Audit Committee.
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the*	Not applicable, No default has been made.

	related party upon request. **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-6. TRANSACTION WITH GOPI BAI FOUNDATION. **(Annexure-6)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Gopi Bai Foundation Trust ("GBFT")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Education
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Gopi Bai Foundation Trust is a registered trust and group entity of the Company and engaged in the business of education. Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman and Promoters of the Company are the trustees in Gopi Bai Foundation Trust. Accordingly, Gopi Bai Foundation Trust is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	N.A
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2024-25: S. | Nature of transactions | Amount (Rs. in Crores)

<table>
<tr><td></td><td></td><td><table><tr><th>No</th><th></th><th></th></tr><tr><td>1</td><td>Service Rendered (Auxilliary Education Services)</td><td>0.30</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>0.40</td></tr></table></td></tr>
<tr><td>(b)</td><td>Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.</td><td>FY 2024-25:<table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Service Rendered (Auxilliary Education Services)</td><td>0.30</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>0.40</td></tr></table></td></tr>
<tr><td></td><td colspan="2">Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Service Rendered (Auxilliary Education Services)</td><td>0.00</td></tr><tr><td>2</td><td>Sale of any goods and material</td><td>0.00</td></tr><tr><td></td><td>Total</td><td>0.00</td></tr></table></td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A (4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr></table>Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 15 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)</td><td>29.29 %</td></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>247.52%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2024-2025 (Rs in Crores)</th></tr><tr><td>Turnover</td><td>6.06</td></tr><tr><td>Profit After Tax</td><td>0.94</td></tr><tr><td>Net worth</td><td>4.76</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr></table></td></tr>
</table>

<table>
<tr><td></td><td></td><td><table><tr><td>1</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and Gopi Bai Foundation Trust involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Sale of any goods and material</td><td>15.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 15 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Sale of any goods and material.
Sale of any goods and material by M/S. Career Point Edutech Ltd to M/S. Gopi Bai Foundation Trust is undertaken in the ordinary course of business and enables M/S. Career Point Edutech Ltd to leverage its operational capabilities, resources and expertise to meet the requirements of the recipient entity. Such transactions contribute to M/S. Career Point Edutech Ltd’s revenue generation and efficient utilisation of its assets and resources. The consideration for such sales is determined in accordance with arm’s length principles. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman are the trustees in Gopi Bai Foundation Trust.</td></tr>
<tr><td>a.</td><td>Name of the director / KMP</td><td>• Mr. Om Prakash Maheshwari, is common promoter and Chairman of our company and is a trustee in Gopi Bai Foundation Trust.
• Mr. Pramod Kumar Maheshwari, Managing Director of the Company and is a trustee in Gopi Bai Foundation Trust. .
Both has interest in company directly or indirectly.</td></tr>
<tr><td>b.</td><td>Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Nil</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Nil</td></tr>
<tr><td>9</td><td>Other information relevant for decision making.</td><td>All relevant information forms a part of this disclosure setting out requisite facts.</td></tr>
<tr><td>B</td><td colspan="2">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.</td></tr>
<tr><td>B(1)</td><td colspan="2">Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
<tr><td>1</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or Services.</td><td>No bidding or other process applied</td></tr>
<tr><td>2</td><td>Basis of determination of price.</td><td>The Company will ensure that the proposed RPTs are done on arms’ length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.</td></tr>
<tr><td>3</td><td>Any advance paid or received for the contract or arrangement, if any; (Trade advance)</td><td>Nil</td></tr>
</table>

A-7. TRANSACTION WITH SANKALP CAPITAL PRIVATE LIMITED. **(Annexure-7)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Sankalp Capital Private Limited ("SCPL")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Non-Banking Financial Company ("NBFC")
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	SCPL is a private limited company and group entity of the Company. Mr. Pramod Kumar Maheshwari, MD, Mr. Om Prakash Maheshwari, Chairman and Promoters of the Company are the Directors in SCPL. Accordingly, "SCPL" is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1) (zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	N.A.
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00
(b)	Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00
	Explanation: *Details need to be disclosed separately for listed entity and its subsidiary.*	
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00 | Total | 0.00
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 10.00 Cr

		Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)	19.52 %
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. (FY 2025-26)	383.14%
6	Financial performance of the related party for the immediately preceding financial year **Explanations:** *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.*	Particulars: FY 2025-2026 (Rs in Crores) Turnover: 2.61 Profit After Tax: 0.87 Net worth: 8.75
A (5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	S. No 1 – Nature of transactions: Rendering of Financing facility/loan given – Amount (Rs. in Crores): 10.00 Cr
2	Details of each type of the proposed transaction	The proposed transaction between Career Point Edutech Limited and SCPL involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.
3	Tenure of the proposed transaction	01.04.2026 to 31.03.2027 (one year)
4	Whether omnibus approval is being sought?	Yes
5	Value (monetary value) of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	S. No 1 – Nature of transactions: Rendering of Financing facility/loan given – Amount (Rs. in Crores): 10.00 Cr **Note:** The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	**Rendering of services.** The Rendering of services such as Financing facility/loan by M/S. Career Point Edutech Ltd to M/S. Sankalp Capital Private Limited is undertaken in the ordinary course of business and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables M/S. Sankalp Capital Private Limited to meet its working capital, business and other general corporate funding requirements in an efficient and timely manner. The proposed

		loan/financing facility also facilitates optimum utilisation of the available funds of M/S. Career Point Edutech Ltd and provides an avenue for generating interest income from the deployment of surplus funds. The terms and conditions of the loan, including the rate of interest, tenure, repayment terms and other applicable conditions, shall be determined on a commercial and **arm's length basis**, keeping in view prevailing market conditions and applicable regulatory requirements. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** *Indirect interest shall mean interest held through any person over which an individual has control.*	Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman and Promoters of the Company are the Directors in SCPL.
a.	Name of the director / KMP	• Mr. Pramod Kumar Maheshwari, MD and Promoter of the Company is Director in SCPL. • Mr. Om Prakash Maheshwari, Chairman and Promoter of the Company is Director in SCPL. Both has interest in company directly or indirectly.
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	• Mr. Pramod Kumar Maheshwari holds 433334 Number of shares (33.31%) in SCPL. • Mr. Om Prakash Maheshwari holds 433334 Number of shares (33.31%) in SCPL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Nil
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA

3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not applicable, No default has been made.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-8. TRANSACTION WITH SOYUG LIMITED. **(Annexure-8)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Soyug Limited ("SL")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Manufacture of Food products
A (2)	**Relationship and ownership of the related party**	

1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	SL is a public limited company and group entity of the Company. Mr. Pramod Kumar Maheshwari, MD, Mr. Om Prakash Maheshwari, Chairman & Director and Promoters of the Company are the Directors in SL. Accordingly, SL is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	N.A
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00
(b)	Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00
	Explanation: *Details need to be disclosed separately for listed entity and its subsidiary.*	
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00 | Total | 0.00
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 10.00 Cr **Note:** The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)	19.52 %

<table>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year
(in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>N.A</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>1.44%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2024-2025 (Rs in Crores)</th></tr><tr><td>Turnover</td><td>696.46</td></tr><tr><td>Profit After Tax</td><td>16.00</td></tr><tr><td>Net worth</td><td>55.85</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and SL involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount (Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>10.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 10 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Rendering of services.
The Rendering of services such as Financing facility/loan by M/S. Career Point Edutech Ltd to M/S. Soyug Limited is undertaken in the ordinary course of business and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables M/S. Soyug Limited to meet its working capital, business and other general corporate funding requirements in an efficient and timely manner. The proposed loan/financing facility also facilitates optimum utilisation of the available funds of M/S. Career Point Edutech Ltd and provides an avenue for generating interest income from the deployment of surplus funds. The terms and conditions of the loan, including the rate of interest, tenure, repayment terms and other applicable conditions, shall be determined on a commercial and arm's length basis, keeping in view prevailing market conditions and applicable regulatory requirements. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman & Director and Promoters of the Company are the Directors in SL.</td></tr>
</table>

a.	Name of the director / KMP	• Mr. Om Prakash Maheshwari, is common promoter and Chairman of our company and is Director in SL. • Mr. Pramod Kumar Maheshwari, Managing Director of the Company and is Director in SL. Both has interest in company directly or indirectly.
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	• Mr. Pramod Kumar Maheshwari holds 39,997 Number of shares (0.40%) in Soyug Limited. • Mr. Om Prakash Maheshwari holds 39,996 Number of shares (0.40%) in Soyug Limited.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Nil
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the	The funds shall be used for operational activities and other business

	ultimate beneficiary of such funds pursuant to the transaction.	Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not applicable, No default has been made.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

A-9. TRANSACTION WITH CAREER POINT INFRA LIMITED. **(Annexure-9)**

S. No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A (1)	**Basic details of the related party**	
1	Name of the related party	Career Point Infra Limited ("CPIL")
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Education
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity / subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	CPIL is a registered trust and group entity of the Company and engaged in the business of education. Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman and Promoters of the Company are the trustees in CPIL. Accordingly, CPIL is a related party as per Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI-LODR.
(a)	Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
(b)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without	N.A

	share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary).	
(c)	Shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary (in case of transaction involving the subsidiary).	Nil
Explanation: *Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.*		
A (3)	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	
(a)	Total amount of all the transactions undertaken by the listed entity with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00 2 | Availing of Financing facility/loan | 0.00
(b)	Total amount of all the transactions undertaken by the listed entity and its subsidiary with the Related party during last financial year.	FY 2025-26: S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00 2 | Availing of Financing facility/loan | 0.00
	Explanation: *Details need to be disclosed separately for listed entity and its subsidiary.*	
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 0.00 2 | Availing of Financing facility/loan | 0.00 | Total | 0.00
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.	S. No | Nature of transactions | Amount (Rs. in Crores) 1 | Rendering of Financing facility/loan given | 5.00 2 | Availing of Financing facility/loan | 5.00 **Note:** The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 5 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (FY 2025-26)	9.76 %
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A

<table>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover
(if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.
(FY 2025-26)</td><td>29.55%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars</th><th>FY 2025-2026
(Rs in Crores)</th></tr><tr><td>Turnover</td><td>16.66</td></tr><tr><td>Profit After Tax</td><td>11.03</td></tr><tr><td>Net worth</td><td>159.43</td></tr></table></td></tr>
<tr><td>A (5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount
(Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>5.00 Cr</td></tr><tr><td>2</td><td>Availing of Financing facility/loan</td><td>5.00 Cr</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transaction between Career Point Edutech Limited and CPIL involves availing of services and/or purchase of any goods and material and Rendering of services and/or sale of any goods and material.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction</td><td>01.04.2026 to 31.03.2027 (one year)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value (monetary value) of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>S. No</th><th>Nature of transactions</th><th>Amount
(Rs. in Crores)</th></tr><tr><td>1</td><td>Rendering of Financing facility/loan given</td><td>5.00 Cr</td></tr><tr><td>2</td><td>Availing of Financing facility/loan</td><td>5.00 Cr</td></tr></table>
Note: The amount of the proposed transactions mentioned above are up to a maximum aggregate value and/or total outstanding not exceeding Rs. 5 crores on any date during a period commencing from the twentieth Annual General Meeting up to the date of twenty-one Annual General Meeting of the Company to be held in the year 2027.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>Availing of services.
The Availing of services such as Financing facility/loan from M/s. Career Point Infra Limited is undertaken to meet the operational financial and funding requirements of M/S. Career Point Edutech Ltd to efficiently access the required financial resources and services necessary for its operations. Thereby facilitating smooth business operations, working capital management and meeting short-term liquidity requirements and ensure timely availability of funds as and when required. The consideration for services and the terms and conditions of the loan facility, including the applicable interest rate, tenure, repayment terms, service charges and other commercial terms, shall be determined on a commercial and arm's length basis, taking into consideration prevailing market conditions and applicable regulatory requirements and are entered into based on commercial considerations in the ordinary course of business Accordingly, the proposed transactions support the business requirements of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.

Rendering of services.
The Rendering of services such as Financing facility/loan by M/S. Career Point Edutech Ltd to M/S. Career Point Infra Limited is undertaken in the ordinary course of business and is intended to support the legitimate funding and financial requirements of the recipient entity. The proposed transaction enables M/S. Career Point Infra Limited to meet its working capital, business and other general corporate funding requirements in an efficient and timely manner. The proposed loan/financing facility also</td></tr>
</table>

		facilitates optimum utilisation of the available funds of M/S. Career Point Edutech Ltd and provides an avenue for generating interest income from the deployment of surplus funds. The terms and conditions of the loan, including the rate of interest, tenure, repayment terms and other applicable conditions, shall be determined on a commercial and **arm's length basis**, keeping in view prevailing market conditions and applicable regulatory requirements. Accordingly, the proposed transactions are commercially justifiable, support the business interests of M/S. Career Point Edutech Ltd and are in the interest of the listed entity.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** *Indirect interest shall mean interest held through any person over which an individual has control.*	Mr. Pramod Kumar Maheshwari, Managing Director of the Company, and Mr. Om Prakash Maheshwari, Chairman, are Directors in CPIL.
a.	Name of the director / KMP	• Mr. Om Prakash Maheshwari, is common promoter and Chairman of our company and is Director in CPIL. • Mr. Pramod Kumar Maheshwari, Managing Director of the Company and is Director in CPIL. Both have interest in the company directly or indirectly.
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	• Mr. Pramod Kumar Maheshwari holds 1 Number of shares (0.01%) in Soyug Limited. • Mr. Om Prakash Maheshwari holds 1 Number of shares (0.01%) in Soyug Limited.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Nil
9	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or other process applied.
2	Basis of determination of price.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
a.	Amount of Trade advance	NA
b.	Tenure	NA
c.	Whether same is self-liquidating?	NA
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	The investment would be from own funds/ internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	Not applicable, since the Company would not be incurring financial indebtedness especially for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA

3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	NA
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12.60%
5	Maturity / due date	On demand
6	Repayment schedule & terms	NA
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and other business Requirements.
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
	Latest credit rating of the related party. *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.*	NA
	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a 'wilful defaulter' by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not applicable, No default has been made.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

Kota (Rajasthan),
August 12th 2026

By Order of the Board
For CAREER POINT EDUTECH LIMITED)

Registered Office:
Village Tangori, Banur, Karala,
Rajpura, Patiala, Mohali, Punjab 140601

CS Bhavika Sharma
Company Secretary
ICSI M.No. A34858

Corporate Office:
CP Tower 1, Road No. 1,
IPIA, Kota (Rajasthan)-324005

GREEN INITIATIVE IN CORPORATE GOVERNANCE

Dear Shareholders,

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies through electronic mode. In accordance with the circulars issued by the MCA during April and May 2021, companies can now send notices and documents, including Annual Reports and postal ballots to its shareholders through electronic mode to the registered e-mail addresses of the Shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholder as well as the companies to contribute towards a Greener Environment.

Your Company also proposes to participate in this Green initiative by opting for e-mailing all the future shareholder communications henceforth including notices of Annual General Meetings and Annual Reports of the Company to those shareholders opting to receive the same in electronic mode.

To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Depository Participants.

Members who holds shares in physical form are requested to furnish their e-mail id to the following e-mail id viz info@cpedutech.in quoting your folio number, name, PAN, mobile number. We would be mailing all the future shareholder communication to the e-mail id furnished to us.

Please note that as a member of the Company, you will always be entitled to receive all such communication in physical form, upon request.

For Career Point Edutech Limited
Bhavika Sharma
Company Secretary