

The Companies Act, 2013

Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

**ANNUAL RETURN
OF
CHEGG INDIA PRIVATE LIMITED**

U80101DL2006PTC148392

ANNUAL RETURN

THE COMPANIES ACT (2013)

I. REGISTRATION AND OTHER DETAILS

- i) Corporate Identification Number of the company
- Global Location Number (GLN) of the company
- Permanent Account Number of the company
- ii) (a) Name of the Company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- iii) Date of Incorporation

Type of the Company	Category of the Company	Sub-category of the Company
Private Company	Company limited by shares	Subsidiary of Foreign Company

- v) Whether company is having share capital
- vi) Whether shares listed on recognized Stock Exchange
- vii) Financial year From date to
- viii) Whether Annual general meeting (AGM) held
- (a) If yes, date of AGM
- (b) Due date of AGM
- (c) Whether any extension for AGM granted

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities

1

S.No.	Main Activity group code	Description of main Activity group	Business Activity code	Description of Business Activity	% of turnover
1	J	Information and communication	J7	Data processing, hosting and related activities; web portal	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

Number of Companies for which information is to be given

1

S.No.	CIN/FCRN	Name of the Company	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NA	CRAMSTER INC.	Holding	90%

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) SHARE CAPITAL

a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of	50000	50000	50000	50000
Total amount of equity shares (in Rupees)	₹ 5,00,000	₹ 5,00,000	₹ 5,00,000	₹ 5,00,000

Number of classes

1

Class of Shares	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Number of equity	50000	50000	50000	50000
Nominal Value per	10	10	10	10
Total amount of	₹ 5,00,000	₹ 5,00,000	₹ 5,00,000	₹ 5,00,000

b) Preference share capital

Particulars	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Total number of shares	0	0	0	0
Total amount of shares (in Rupees)	₹ 0	₹ 0	₹ 0	₹ 0

Number of classes

0

Class of Shares	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Number of shares	0	0	0	0
Nominal Value per share(In rupees)	0	0	0	0
Total amount of shares (in rupees)	₹ 0	₹ 0	₹ 0	₹ 0

(c) Unclassified share capital

Particulars	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Total number of shares	0	0	0	0
Total amount of shares (in Rupees)	₹ 0	₹ 0	₹ 0	₹ 0

d) Break up of Paid up share capital

Class of Shares	Number of Shares			Total Nominal amount	Total Paid Up Amount	Total Premium
	Physical	Demat	Total			
Equity Shares						
At the beginning of the year	50,000	₹ 0	50,000	₹ 5,00,000	₹ 5,00,000	₹ 0
Increase during the year	0	0	0	0	0	0
i. Public issue	0	0	0	0	0	0
ii. Right issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0

viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	50,000	₹ 0	50,000	₹ 5,00,000	₹ 5,00,000	₹ 0

Preference Shares						
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company

Not Applicable

(ii) Details of stock split/consolidation during the year (for each class of shares)

NIL

Class of Shares		i	ii	iii
Before split / Consolidation	Number of shares	0	0	0
	Face value per share	0	0	0
After split / Consolidation	Number of shares	0	0	0
	Face value per share	0	0	0

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

[Details being provided in a CD/Digital Media]

NIL

(iv) Debentures (Outstanding as at the end of financial year)

Particulars	No. of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total	0	0	0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0
Total	0	0	0	0

(v) Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit		Total Nominal Value	Paid up Value of each Unit		Total Paid up Value
NA	0	0	0	0	0	0	0
NA	0	0	0	0	0	0	0

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i)	Turnover	₹ 5,32,47,46,238
(ii)	Net worth of the Company	₹ 1,91,57,41,749

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1	Individual/Hindu Undivided Family	0	0	0	0
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3	Insurance companies	0	0	0	0
4	Banks	0	0	0	0

5	Financial institutions	0	0	0	0
6	Foreign institutional investors	0	0	0	0
7	Mutual funds	0	0	0	0
8	Venture Capital	0	0	0	0
9	Body Corporate (Not mentioned above)	50000	100	0	0
10	Others	0	0	0	0
	Total	50000	100	0	0

Total number of shareholders (promoters)

2

b) *SHARE HOLDING PATTERN - Public /Other than Promoters

S. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1	Individual/Hindu Undivided Family	0	0	0	0
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3	Insurance companies	0	0	0	0
4	Banks	0	0	0	0
5	Financial institutions	0	0	0	0
6	Foreign institutional investors	0	0	0	0
7	Mutual funds	0	0	0	0
8	Venture Capital	0	0	0	0
9	Body Corporate (Not mentioned above)	0	0	0	0
10	Others	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (Other than promoters)

0

Total number of shareholders (Promoters+Public/Other than promoters)

2

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members(other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	2	2	2	0	0
(i) Non-Independent	2	2	2	2	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & Fis	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	2	2	2	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

4

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SAM PRABHUDAYAL OGURI	02194944	Director	0	0
NATHAN JARED SCHULTZ	06533391	Director	0	0
VIJAY TATTAMANGALAM SREENIVASAN	06984365	Managing Director	0	0
ANDREW JOHN BROWN	07626360	Director	0	0

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning/during the Financial Year	Date of appointment/change in designation/cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28-09-2021	2	2	100%

B. BOARD MEETINGS

Number of meetings held

5

Sl. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26-07-2021	4	2	50%
2	08-09-2021	4	2	50%
3	10-12-2021	4	2	50%
4	11-03-2022	4	3	75%
5	21-03-2022	4	3	75%

C. COMMITTEE MEETINGS

Number of meetings held

2

Sl. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR	11-03-2022	3	2	66.67%
2	CSR	21-03-2022	3	3	100%

D. *ATTENDANCE OF DIRECTORS

Sl. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 27-09-2022 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SAM PRABHUDAYAL OGURI	5	5	100	2	2	100	Yes
2	NATHAN JARED SCHULTZ	5	1	20	2	1	50	No
3	VIJAY TATTAMANGALAM SREENIVASAN	5	5	100	2	2	100	Yes
4	ANDREW JOHN BROWN	5	1	20	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

Sl. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VIJAY TATTAMANGALAM SREENIVASAN	Managing Director	xxx	xxx	xxx	xxx	xxx

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

Number of other directors whose remuneration details to be entered

1

Sl. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAM PRABHUDAYAL OGURI	Director	xxx	xxx	xxx	xxx	xxx

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year. (Yes/No)

Yes

B. If No, give reasons/observations

Not Applicable

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

NIL

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(A) DETAILS OF COMPOUNDING OF OFFENCES

NIL

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particular of offences	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

(Yes/No)

Yes

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Yes

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.