



S Chand And Company Limited

Registered Office: A-27, 2nd Floor, Mohan Co-Operative Industrial Estate, New Delhi - 110044, India.

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Date: April 20, 2023

To Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 400051
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Dear Sir,

Re: Disclosure under Regulation 30 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is in reference to our disclosure under regulation 30 of the Listing Regulations dated March 16, 2023, regarding decision of the Board to invest upto an amount of Rs. 3.00 crores (Rupees Three Crores Only) to acquire minority stake in Edtech Business. We wish to inform you that the said investment will be made by the Company together with its wholly owned subsidiary namely Chhaya Prakashani Limited in **ATOZLEARN Edutech Private Limited having brand name ixamBee** (“herein referred as **ixamBee**”).

For the said investment in ixamBee, the Company has executed the definitive agreements on April 19, 2023. Further, subject to fulfilment of the conditions precedent, the investment will be made within 12 days from the date of execution of definitive agreements or such extended period as may be agreed between the parties.

The investment amounting to Rs. 1.50 crores will be made by the Company in ixamBee through acquisition of equity instruments by the Company from existing shareholders of ixamBee. The investment upto an amount of Rs. 1.50 crores will be made by Chhaya Prakashani Limited in ixamBee through Subscription of equity instruments offered by ixamBee.

The details of the aforesaid investment required as per schedule III of the Listing Regulations read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed herewith as **Annexure-I**. The press release for this investment is attached as **Annexure-II**.

Request you to take note of the same.

Thanking You.

Yours sincerely,
For S Chand And Company Limited

Jagdeep Singh
Company Secretary & Compliance Officer
Membership No. A15028
Address: A-27, 2nd Floor,
Mohan Co-operative Industrial Estate,
New Delhi-110044



Encl: as above

Details of acquisition

Name of the target entity, details in brief such as size, turnover etc.	<ul style="list-style-type: none"> • Company Name: ATOZLEARN Edutech Private Limited • Brand name: “ixamBee” • Location: Delhi NCR • Revenue <table border="1" data-bbox="867 600 1382 711"> <tr> <td>FY 2020-21</td> <td>Rs. 2.20 Crores</td> </tr> <tr> <td>FY 2021-22</td> <td>Rs. 5.79 Crores</td> </tr> <tr> <td>FY 2022-23</td> <td>Approx Rs. 6.6 Crores</td> </tr> </table> • Net Worth as on March 31, 2022: Rs. 1.10 Crore • Number of Employees: 100+ 	FY 2020-21	Rs. 2.20 Crores	FY 2021-22	Rs. 5.79 Crores	FY 2022-23	Approx Rs. 6.6 Crores
FY 2020-21	Rs. 2.20 Crores						
FY 2021-22	Rs. 5.79 Crores						
FY 2022-23	Approx Rs. 6.6 Crores						
Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	This acquisition would not fall within related party transaction and none of the promoter / promoter group / group companies have any interest in ixamBee.						
Industry to which the entity being acquired belongs	Edtech – Preparation for Government competitive exams like Banking, Insurance, Railways etc.						
Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Strategic Investment in Edtech which benefits: <ol style="list-style-type: none"> 1) ixamBee as it gets growth capital and an established distribution and content partner. 2) S Chand gets access to content which can be leveraged by the Higher Education business. 						
Brief details of any governmental or regulatory approvals required for the acquisition	No						
Indicative time period for completion of the acquisition	12 days from the date of execution of definitive agreements or such extended period as may be agreed between the parties.						
Nature of consideration - whether cash consideration or share swap and details of the same	Total Cash Consideration of Rs. 3.00 Crores (Rupees Three Crores Only) through the Company and its wholly owned subsidiary namely Chhaya Prakashani Limited						

Cost of acquisition or the price at which the shares are acquired	Rs 3.00 Crores at a pre-money valuation of ~ Rs. 70 Crores and post money valuation of ~ Rs. 80 Crores						
Percentage of shareholding / control acquired and / or number of shares acquired	4.35%						
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<ul style="list-style-type: none"> • Date of Incorporation: 13-Dec-2016 • Country in which the acquired entity has presence: India • Last 3 years turnover: <table border="1" data-bbox="865 596 1380 709"> <tr> <td>FY 2019-20</td> <td>Rs. 1.12 Crores</td> </tr> <tr> <td>FY 2020-21</td> <td>Rs. 2.20 Crores</td> </tr> <tr> <td>FY 2021-22</td> <td>Rs. 5.79 Crores</td> </tr> </table> <p>Other details are given in the attached Press Release in Annexure II</p>	FY 2019-20	Rs. 1.12 Crores	FY 2020-21	Rs. 2.20 Crores	FY 2021-22	Rs. 5.79 Crores
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PRESS RELEASE

S Chand to acquire minority stake in Government Test Prep segment focussed Ed Tech Startup – ixamBee (AToZLearn Edutech Private Limited)

New Delhi, April 20th, 2023. S Chand and Company Limited (“S Chand”) along with its subsidiaries has agreed to acquire a minority stake in AToZLearn Edutech Private Limited, a differentiated Edtech company that makes exam preparation 50% faster. The round also includes investments from Directors of S Chand, Key Managerial Personnel of S Chand, Mukesh Sharma Family Trust, Inflection Point Ventures (IPV), Firstport Capital, Keiretsu Forum and Others.

ixamBee (AToZLearn Edutech Private Limited) was founded by Chandraprakash Joshi, Arunima Sinha and Sandeep Singh in December 2016 in Delhi NCR. ixamBee has carved a niche for itself by creating a superior “ixamBee Learning Experience (iLX)” that helps small town students in preparing for job related exams with a special focus on government jobs and makes their exam preparation 50% faster. The company’s objective is to help unskilled graduates and undergraduates prepare effectively for competitive Government examinations like those conducted by banks, insurance companies, Railways etc. ixamBee had earlier raised funds from Mumbai Angels Network, JITO Angel Network, Keyur Joshi (co-founder MakeMyTrip) and a few noted alumni of the ISB, Hyderabad.

The **Investment Rationale** for our investment is as follows:-

- a. **Addressable market opportunity is large.** In India, over 80 million graduates are preparing for various jobs in public and private sector. Most of ixamBee’s users come from Tier 2/3 towns, who do not get quality education or access to the right guidance.
- b. **Focus on students from “Bharat”.** Their exam preparation platform “ixamBee” focuses primarily on rural and semi-urban students. There are exam-focused learning materials on the platform like mock tests, online test series, online practice tests, and speed tests etc which are created by in-house experts.

- c. **Solution to expensive coaching institutes and lack of choices for the girl child.** Students relocate to bigger cities for studies and spend high amounts for coaching and stay during preparation for these exams. Additionally, we see a gap in the sense that many parents in these cities do not send girls to other cities even when they can afford it financially for exam preparation. ixamBee is providing a solution to this need in the market.
- d. **Experienced team with a proven business model.** The team has pedigree and has done well to scale business to this level with minimum investments.
- e. Synergies **with the S Chand** group for the joint development of high quality content for S Chand's Test Prep segment. We also envisage quicker Go to Market for new product launches in this segment.

Key strengths for AToZLearn Edutech Private Limited are as follows:-

1. **Affordable Pricing.**
2. **Highly Scalable Model.**
3. **Strong Founding team.** AToZLearn Edutech Private Limited was founded by Industry professionals who also have strong professional experience in this field.
 - a. **Mr. Chandraprakash Joshi – Co-Founder & CEO**
 - i. Professional Experience – Yes Bank, RBI, MBA from ISB Hyderabad.
 - ii. LinkedIn - <https://www.linkedin.com/in/chandraprakashjoshi/>
 - b. **Ms. Arunima Sinha – Co-Founder & Chief Learning Officer (CLO)**
 - i. Professional Experience – SIBDI, Founder - STRATAGEM Coaching.
 - ii. LinkedIn - <https://www.linkedin.com/in/arunima-sinha-13bb52b0/>
 - c. **Mr. Sandeep Singh – Co-Founder & CTO**
 - i. Professional Experience – Makemytrip, Sirez Ltd, Founder – Babyhugz.
 - ii. LinkedIn - <https://www.linkedin.com/in/sandeep-singh-2085643/>
4. **Robust Social Media Presence** – ixamBee has over 280K YouTube subscribers, 1.2Billion minutes of Youtube engagement along with over 29m+ visits on the website.
5. **Usage of Fund raise.** The team is looking to expand by launching new courses and the fund raised would be utilized for content creation, marketing, technology etc.

“We are excited to be a part of the journey of ixamBee which is focused on enabling students for employment both in the government and private sector filling in the gap between higher education and employability. The focus on providing quality and affordable learning to students in semi-urban and rural areas, so that their aspirations and dreams can be a reality, is in line with the S Chand vision of quality and affordable education opportunities. We find a lot of synergies with ixamBee on quality content development, marketing and meeting the aspiration

of future work force of the country.” says Mr. Himanshu Gupta, Managing Director, S Chand Group.

“Most of our users come from Tier 2/3 towns, who do not get quality education or access to the right guidance. Working on a freemium business model, we have reached to more than 12 million students. 1.8 million students have attempted 730 million questions on ixamBee platform. We are excited to have S Chand Group, Mukesh Sharma Family Trust and IPV as investors in ixamBee as they bring numerous synergies for business growth. The participation of the S Chand Group, one of the leading education content companies of India which will lead to multifold increase in the reach of ixamBee Learning Experience (iLX) while, IPV’s network is going to be helpful in partnering with corporates for placing students in the private sector.” Says Mr. Chandraprakash Joshi, ixamBee CEO.

Mr. Mukesh Sharma, Managing Trustee of Mukesh Sharma Family Trust, says, "We are delighted to be part of ixamBee's mission to transform the lives of millions of students across Tier 2, 3, and 4 cities in India by providing them with quality education and guidance. At Mukesh Sharma Family Trust, we believe in empowering the next generation with the skills and knowledge they need to succeed in an increasingly competitive world. ixamBee's innovative approach to exam preparation, coupled with their commitment to bridging the gap between higher education and employability, aligns perfectly with our vision of fostering a bright future for the nation's youth. We are confident that our investment will contribute to the growth and impact of ixamBee, enabling even more students to realize their dreams of meaningful and fulfilling careers."

Dr Vishal Gandhi, Founder & CEO, BVA (BIORx Venture Advisors Private Limited) not only acted as the Exclusive Strategic & Financial Advisor in the current round but has also shown his commitment by investing in the current financing round of ixamBee.

About S Chand And Company

S. Chand and Company is one of the leading education content companies delivering content across the length and breadth of the country. The company provides content, solutions, and services across the education lifecycle through its presence in three business segments – Early Learning, K- 12 and Higher Education. The company has a strong foothold in the CBSE/ICSE affiliated schools, WBSE affiliated schools with increasing presence in the state board affiliated schools across India. The company develops and nurtures its relationships with customers by developing quality content and educational innovations, and in recent years have increased focus on investing and improving the digital product offerings in each of the business segments.

The company has more than 11,000 book titles across competitive exams & reference books, technical & professional books, schoolbooks and higher academic books. We have presence and extensive distribution system across India through over 3000+ channel partners. The company

also exports print content to over 20 countries and digital content to 5 countries in SAARC, South Asia, the Middle East, Africa, and other parts of the world. Some of the well-known brands include S Chand, Vikas, Madhubun, New Saraswati House and Chhaya Prakashani and digital brands S Chand Academy, Learnflix, Mylestone, SmartK, Testcoach, Destination Success, myStudygear, Madhubun Educate 360 and Ignitor.

The company has made exits in its investments in Testbook (Up ~8x) and iNeuron Intelligence (>2x) during FY23 and is a significant investor in Smartivity Labs.

About Mukesh Sharma family Trust: Mr. Mukesh Sharma, Managing Trustee of Mukesh Sharma Family Trust, is a serial entrepreneur and educationist who has founded multiple companies including QA InfoTech (now a Qualitest company), one of the leading software testing and quality assurance companies. His latest endeavour in the field of education includes Prometheus School, a state-of-the-art education facility located in the heart of Noida which is an authorized IB World School for Primary Years, Middle Years and Diploma Programs.

About Inflection Point Ventures (IPV): Founded in 2018, Inflection Point Ventures (IPV) is a 7000+ strong members angel investing firm which supports new-age entrepreneurs, providing them monetary & experiential capital by connecting them with a diverse group of investors.

For more information please contact:

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