

30th May, 2024

To
**Listing Compliance Department,
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 526677

To
**Listing Compliance Department,
National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot No. C/1
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051
Symbol: KEEPLEARN

Subject: Outcome of Board Meeting held on Thursday 30th May 2024

Dear Sir/Madam,

Further to our intimation dated 24th May 2024 and pursuant to the provisions of Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we wish to inform you that the Board of Directors of DSJ Keep Learning Limited at their Meeting held today i.e. Thursday, 30th May, 2024 *inter-alia*, considered and approved the following matters:

1. The Audited Financial Results of the Company for the quarter and financial year ended on 31st March, 2024.

In terms of the provisions of Regulation 33 of Listing Regulations, we enclose herewith copy of the following:

- a. Audited Financial Results for the quarter and financial year ended 31st March, 2024;
 - b. Statement of Assets and Liabilities as on 31st March, 2024;
 - c. Cash Flow Statement as on 31st March, 2024;
 - d. Auditors’ Report on the aforesaid Audited Financial Results; and
 - e. Declaration by the Company for audit report with unmodified opinion.
2. Appointment of M/s. Rajkumar Gupta & Co., Practising Company Secretaries, as the Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2023-24.



DSJ Keep Learning Limited

FORMERLY KNOWN AS DSJ COMMUNICATIONS LIMITED
CIN: L80100MH1989PLC054329

The details in this regards pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBVHO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are enclosed to this letter.

The meeting of the Board of Directors commenced at 7:00 PM and concluded at 10:05 PM.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For DSJ Keep Learning Limited

Jaiprakash Gangwani
Company Secretary & Compliance Officer
ACS:55760

Encl.: A/a

Appointment of M/s Rajkumar Gupta & Co. as a Secretarial Auditor of the DSJ Keep Learning Limited for the Financial Year 2023-24

Sr. No	Particulars	Information of such event
1.	Name of the Audit Firm/ Auditor	Rajkumar Gupta & Co.
2.	Name of the Auditor	Rajkumar Gupta (Proprietor)
3.	Membership No.	11272
4.	Certificate of Practice No	18582
5.	Address and Email id of the Auditor	A/4, Khajuria CHS Ltd, Khajuria Tank Road, Kandivali, Mumbai-400067 Email: csrajcumargupta3@gmail.com
6.	Reason for appointment	Pursuant to Section 204 of the Companies Act 2013 and the rules made thereunder and in accordance with the provisions of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
7.	Date and term of appointment	Appointed as a Secretarial Auditor of the Company to issue Secretarial Audit Report and Annual Secretarial Compliance Report (if required) for the Financial Year 2023-24. Appointed in the Board meeting held on 30 th May 2024 for FY 2023-24.
8.	Brief Profile	CS Rajkumar Gupta (FCS) is a Fellow Member of The Institute of Company Secretaries of India (ICSI). Having good working experience and proficiency in all matters related to company law, SEBI and various other business laws and have command over compliance management with respect to statutory reporting and other statutory requirements.
9.	Disclosure of relation with Directors.	Not Applicable

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2024

(Rs in Lakh) Except EPS

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2024 (Audited)	31.12.2023 (Unaudited)	31.03.2023 (Audited)	31.03.2024 (Audited)	31.03.2023 (Audited)
I	Income					
	(a) Revenue From Operations	187.45	141.60	156.31	631.66	574.73
	(b) Other Income	14.16	(0.33)	0.14	17.17	0.17
	Total Income	201.61	141.27	156.44	648.83	574.89
II	Expenses					
	(a) Employees Benefit Expenses	105.86	73.54	66.22	323.84	257.94
	(b) Finance Costs	5.32	4.92	5.83	22.06	24.93
	(c) Depreciation	7.94	4.93	5.40	22.99	19.54
	(d) Other Expenditure	69.64	48.44	75.36	226.54	238.12
	Total expenses	188.75	131.83	152.81	595.44	540.53
III	Profit/(Loss) before exceptional items and tax	12.86	9.44	3.63	53.39	34.37
IV	Exceptional items	-	-	-	-	-
V	Profit/ (Loss) before tax	12.86	9.44	3.63	53.39	34.37
VI	Tax Expense					
	(a) Current tax	(3.82)	(2.98)	(2.19)	(14.10)	(6.53)
	(b) Deferred tax	0.43	(0.19)	1.55	(5.83)	(21.60)
	(c) (Short) / Excess Provision for Tax	(1.31)	-	-	(1.31)	-
	Total tax expenses	(4.70)	(3.17)	(0.64)	(21.24)	(28.13)
VII	Net Profit/ (Loss) for the period	8.16	6.27	2.99	32.15	6.23
VIII	Other Comprehensive Income (Net of Taxes)					
	(i) Items that will not be reclassified to profit or loss (net of taxes)	1.33	-	(0.07)	1.33	(0.07)
	Income tax relating to items that will not be reclassified to profit or loss	(0.33)	-	0.02	(0.33)	0.02
	(ii) Items that will be reclassified to profit or loss	-	-	-	-	-
	Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
IX	Total other Comprehensive Income (net of taxes)	0.99	-	(0.05)	0.99	(0.05)
X	Total Comprehensive Income for the period	9.15	6.27	2.95	33.15	6.18
XI	Net Profit/ (Loss) for the period					
XII	Paid-up equity share capital (Face Value of Re 1/- each)	875.88	875.88	818.03	875.88	818.03
XIII	Reserve excluding Revaluation Reserve as per Balance Sheet of current year and previous accounting year				(851.98)	(813.27)
	Earnings per equity share					
	(i) Basic earnings (loss) per share	0.01	0.01	0.01	0.04	0.01
	(ii) Diluted earnings (loss) per share	0.01	0.01	0.01	0.04	0.01

Notes to the financials results:

1	The Audited Standalone Financial Results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30th May, 2024. These audited financial results have been prepared in accordance with the Indian Accounting Standards ("Ind-AS") as specified under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and the provisions of the Companies Act, 2013.
2	The results for the year ended 31st March, 2024 are audited by the Statutory Auditors of the Company, under regulation 33 of Securities & exchange Board of India (Listing obligation and disclosure requirements) regulation, 2015, as amended. An unqualified report was issued by them thereon.
3	The Company has only one operating & reportable segment i.e. Education activities, during the quarter and year ended 31st March, 2024 therefore disclosures as required by Ind-As 108, 'Operating Segments' are not given.
4	The Committee of the Board of Directors at its meeting held on 08th May 2024 has approved the right issue upto 6,81,24,036 fully paid-up Equity Shares of face value of Re 1/- each for amount aggregating up to Rs 6.81 crore to the existing shareholders on right basis in the ratio of 7 Rights Equity Share for every 9 Equity shares of the Company held by the eligible equity shareholders as on the record date Tuesday 14th May 2024. Rights Issue has been done in accordance with Section 62(1)(a) of the Companies Act 2013 and other applicable laws and the Rights Issue window is open from 29th May 2024 to 06th June 2024.
5	The figures of the previous year / period / quarter are regrouped / rearranged / reclassified, wherever necessary.
6	The figures of the quarter ended March 31, 2024 and the corresponding quarter ended in the previous year as reported in this financial results are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year.

Place : Mumbai
Dated: 30th May, 2024



By the order of Board
For DSJ Keep Learning Limited
[Signature]
Sanjay Padode
Chairman & Managing Director
DIN:00338514

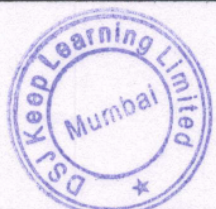
DSJ KEEP LEARNING LIMITED
(Formerly known as DSJ Communications Limited)
CIN : L80100MH1989PLC054329

Regd. Office: 419-A, Arun Chambers, 4th Floor, Tardeo, Mumbai-400034
Tel: 022 40023127 Email id: compliance@dsjkeeplearning.com, Website:dsjkeeplearning.com

STATEMENT OF AUDITED ASSETS & LIABILITIES AS AT 31ST MARCH 2024

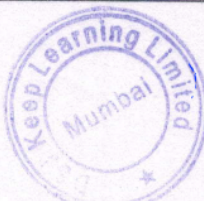
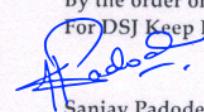
	(Amount Rs. In Lakhs)	
Particulars	2023-24	2022-23
ASSETS		
1. Non Current Assets		
a) Property, Plant & Equipment	29.17	27.71
b) Intangible Assets	75.16	33.07
c) Intangible Assets under Development	108.47	56.27
c) Financial Assets		-
i) Investments	15.57	15.07
ii) Loans	-	-
d) Deferred Tax Assets(Net)	0.87	7.03
Subtotal(A)	229.23	139.15
2. Current Assets		
a) Financial Assets		
i) Trade Receivables	217.66	176.21
ii) Cash and Cash Equivalents	1.48	12.92
iii) Other Bank Balances	0.13	0.13
iv) Other Financial Assets	6.39	4.37
b) Current Tax Assets (Net)	68.96	101.17
c) Other Current Assets	27.07	7.67
Subtotal(B)	321.69	302.47
Total(A+B)	550.93	441.62
EQUITY AND LIABILITIES		
Equity		
a) Share Capital	875.88	818.03
b) Other Equity	(851.97)	(813.27)
Subtotal(A)	23.91	4.76
Liabilities		
Non-Current Liabilities		
(a) Financial Liabilities		
i) Borrowings	300.19	273.73
ia) Lease Liabilities	11.57	10.63
b) Provisions	11.48	6.42
Subtotal(B)	323.24	290.78
Current Liabilities		
(a) Financial Liabilities		
i) Lease Liabilities	13.04	14.50
ii) Trade Payables		
(a) Total outstanding dues of micro enterprises and small enterprises; and	4.52	4.46
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	44.50	55.45
iii) Other Financial Liabilities	38.38	11.13
b) Other Current Liabilities	84.10	55.47
c) Provisions	19.24	5.07
Subtotal(C)	203.78	146.08
Total(A+B+C)	550.93	441.62

Place : Mumbai
Dated: 30th May, 2024



By the order of Board
For DSJ Keep Learning Limited

(Signature)
Sanjay Padode
Chairman & Managing Director
DIN:00338514

DSJ KEEP LEARNING LIMITED (Formerly known as DSJ Communications Limited) CIN : L80100MH1989PLC054329 Regd. Office: 419-A, Arun Chambers, 4th Floor, Tardeo, Mumbai-400034 Tel: 022 40023127 Email id: compliance@dsjkeeplearning.com, Website:dsjkeeplearning.com			
STATEMENT OF AUDITED CASH FLOW STATEMENT AS AT MARCH 31, 2024			
		(Amount Rs. In Lakhs)	
Sr.No.	Particulars	For the Year ended 31/03/2024	For the Year Ended 31/03/2023
A	Cash Flow from Operating Activities		
	Net Profit Before Tax and Extraordinary Items	53.39	34.37
	Adjustments for :		
	Depreciation	22.99	19.54
	Dividend received	(0.05)	(0.03)
	Interest Income	-	-
	Interest Income- IND AS	(0.04)	(0.01)
	(Gain) / Loss on fair value of investments	(0.50)	7.69
	Interest Expenses	19.47	21.91
	Interest on Lease Liability	2.19	2.98
	Sundry Balances written back	(11.56)	-
	Sundry Balances written off	0.37	-
	Gain /Loss on Discontinued Lease	0.29	-
	Rent Expenses (Ind-As)	0.04	0.01
	Bad Debt	3.75	8.80
	Operating Profit Before Working Capital Changes	90.35	95.26
	Adjustments for :		
	(Increase)/Decrease in Trade Receivables	(45.20)	77.22
	(Increase)/Decrease in other financial & current assets	(21.75)	3.21
	Increase/(Decrease) in Other Current Liabilities & other Financial Liabilities	58.16	(27.03)
	Increase/(Decrease) in Provisions	17.90	1.65
	Increase/(Decrease) in Trade Payable	0.67	(31.26)
	(Increase)/Decrease in Net Current Assets	9.76	23.79
	Cash Generated from Operations	100.12	119.04
	Direct Taxes Paid	16.80	(57.06)
	Net Cash from Operating Activities	116.92	61.98
B	Cash Flow from Investing Activities		
	Purchase of Property, Plant & Equipment	(104.17)	(61.89)
	Dividend received	0.01	0.00
	Interest received	-	-
	Net Cash Used in Investing Activities	(104.17)	(61.89)
C	Cash Flow from Financing Activities		
	Term Loan Taken / (Repaid)	26.46	-
	Proceeds from issue of shares under preferential allotment	-	-
	Interest Paid	(19.45)	-
	Share Issue expenses	(14.00)	-
	Payment towards Lease	(17.20)	(15.17)
	Net Cash from Financing activities	(24.19)	(15.17)
	Net Increase in Cash & Cash Equivalents	(11.44)	(15.08)
	Cash & Cash Equivalents at the beginning of Year	12.92	27.41
	Cash & Cash Equivalents at the end of the Year	1.48	12.33
		By the order of Board For DSJ Keep Learning Limited  Sanjay Padode Chairman & Managing Director DIN:00338514	
Place : Mumbai			
Dated: 30th May, 2024			

JAYESH DADIA & ASSOCIATES LLP

CHARTERED ACCOUNTANTS

422, Arun Chambers, Tardeo, Mumbai - 400034. Tel.: +91-22-66602417 / 66601056 Fax : +91-22-66602418
E-mail: info@jdaca.com Website : www.jdaca.com

Independent Auditor's Report on Audit of Standalone Annual Financial Results

To
The Board of Directors of
DSJ Keep Learning Limited
(Formerly known as DSJ Communications Limited)

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone annual financial results of **DSJ Keep Learning Limited (Formerly known as DSJ Communications Limited)** ('the Company') for the year ended 31st March, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, these annual financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (ii) give a true and fair view in conformity with the recognition & measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended 31st March, 2024.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the 'Act'). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Standalone Financial Results

These standalone annual financial results have been prepared on the basis of the standalone financial statements.



The Company's Board of Directors are responsible for the preparation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone annual financial results made by the Management and Board of Directors;



- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Result.

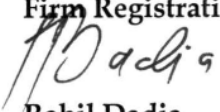
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

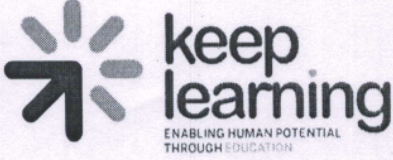
The standalone annual financial results include the results for the quarter ended 31st March, 2024 & the corresponding quarter ended 31st March, 2023, being the balancing figure between audited figures in respect of the full financial year and the published unaudited figures up to the third quarter of the current & previous financial year respectively which were subject to limited review by us.

For Jayesh Dadia & Associates LLP
Chartered Accountants
Firm Registration No. 121142W / W100122


Rahil Dadia
Partner
Membership No. 143181



Place: Mumbai
Dated: 30th May, 2024
UDIN: 24143181BKDFKZ2029



DSJ Keep Learning Limited

FORMERLY KNOWN AS DSJ COMMUNICATIONS LIMITED
CIN: L80100MH1989PLC054329

30th May, 2024

To,

**Listing Compliance Department,
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 526677

**Listing Compliance Department,
National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot No. C/1
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051
Symbol: KEEPLEARN

Dear Sir/Madam,

Sub.: Declaration pursuant to the Regulations 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Audited Financial Results of the Company for the financial year ended 31st March, 2024

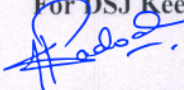
In terms of the second proviso to Regulation 33 (3) (d) of the SEBI (Listing Obligations Disclosures Requirements) Regulations, 2015, we hereby confirm that the Audit Report issued by the Statutory Auditor of the Company M/s. Jayesh Dadia & Associates LLP, Chartered Accountants, Mumbai (FRN: 121142W/W100122) on the Audited Financial Results of the Company for the quarter and financial year ended on 31st March, 2024 is with **Unmodified Opinion**.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For DSJ Keep Learning Limited


Sanjay Padode
Chairman & Managing Director
DIN: 00338514



419-A, 4th Floor, Arun Chambers, Next to AC Market, Tardeo, Mumbai - 400034

Tel:022 43476017 | Email: compliance@dsjkeeplearning.com | Website: dsjkeeplearning.com