

SAB ELECTRONICS DEVICES LIMITED

ANNUAL REPORT 2018- 2019

SAB ELECTRONICS DEVICES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Managing Director	Mr. Aditya Mohan Chugh
Director	Mr. Bhagat Ram Kothari
Director	Mr. Satish Ahuja
Director	Mr. Mukund Thapliyal
Chief Financial Officer	Ms. Prachi Kothari
Company Secretary	

STATUTORY AUDITORS

Yadav R Shyam & Company
(Chartered Accountants)

SECRETARIAL AUDITOR

Rajat Mishra & Associates
(Practicing Company Secretary)

REGISTERED OFFICE

C-53, Phase-II, Noida- 205301
Uttar Pradesh

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SAB ELECTRONICS DEVICES LIMITED
C-53,Phase-II,Noida-205301
Email:legal.sedl@gmail.com
CIN:L29308UP1980PLC004866

NOTICE

Notice is hereby given that the next Annual General Meeting of the Members of Sab Electronics Devices Limited will be held on 27th day of September 2019, at C-53,Phase-II,Noida-205301 at 2:30 P.M. to transact the following Business:

Ordinary Business

1. To receive consider and adopt the Audited Balance Sheet and Profit and Loss Account of the Company along with Directors' Report and Auditors' Report for the financial year ended 31st March 2019.
2. To appoint Directors in place of Mr Bhagat Ram Kothari who retire by rotation and being eligible offer themselves for re-appointment.
3. To appoint Auditors of the Company and fix their remuneration.

By Order of the Board Of Directors


(Satish Anuja)
Director

Place: New Delhi
Dated: 03-09-2019

Notes: 1. A member entitled to attend and vote is also entitled to appoint a proxy/proxies to attend and vote instead of himself and proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

2. Members are requested to notify the change of address if any.
3. Queries regarding the Annual Accounts of the Company if any should reach the Company's Registered Office at least 7 days before the Annual General Meeting failing which the company may not entertain any such queries at the meeting.
4. Members are requested to bring their copy of Annual Report with them at the Meeting
5. The Register of members and the Share transfer books of the company will remain closed from 18th September,2019 to 27th September' 2019.

SAB ELECTRONICS DEVICES LIMITED

Registered Office: C-53, Phase--II, Noida-205301
Email Id: legal.sedl@gmail.com Contact No+91-9811032576
CIN: L29308UP1980PLC004866

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their Annual Report together with the Audited Accounts for the year ended March 31, 2019.

1. **Financial summary or highlights/Performance of the Company.**

The Summary of the Financial Statements of the Company is as:-

(in Rs.)

Summary of Financial Result	Amount as on 2018-2019	Amount as on 2017-18
Income	18,50,690.00	5,58,634.00
Expenses	6,65,175.90	5,43,767.75
Profit/(Loss) before Depreciation	11,85,514.10	14,866.25
Less: Depreciation	2752.00	4,432.00
Profit after Depreciation	11,82,762.10	10,434.25
Exceptional Items	12,30690.00	
Profit	(47927.90)	10,434.25
Profit Before Tax	1182762.10	10,434.25
Deferred Tax		5899.01

2. Dividend

The board of directors of the company did not recommended any dividend due to inadequate profits of the company.

3. Reserves

The Board proposes to carry forward **Rs.11,82,762.10 (Rupees Eleven Lacs Eighty Two Thousand seven Hundred Sixty .Two & Paise Ten Only)** to the reserves account maintained by the Company.

4. Brief description of the Company's working during the year

Review of operations was conducted during the financial year which was found satisfactory by the management of the company. The Board discussed the matter and framed new strategies to expand the business of the company in the near future.

5. Listing of Shares

The equity Shares of the company is listed on the Metropolitan Stock Exchange Of India Limited (formally known as MCX-SX Ltd.).

6. Change in the nature of business, if any

There are no material changes in the nature of business of the company during the financial year.

7. Deposits

No deposit has been accepted by the Company during the financial year under scrutiny.

8. Statutory Auditors

No deposit has been accepted by the Company during the financial year under scrutiny.

8. Statutory Auditors

M/s Yadav R Shyam & Company, Chartered Accountants, Statutory Auditors of the Company, the appointment of them is subject to ratification by shareholders in the Annual General Meeting of the Company. Their continuance of appointment is to be confirmed and approved in the ensuing Annual General Meeting.

9. Directors and Key Managerial Personnel

As at 31st March, 2019, Board comprised of Five Directors.

Mr. Bhagat Ram Kothari is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible offer for Reappointment under section 152 of the Companies Act, 2013.

Ms. Prachi Kothari is serving as Chief Financial Officer of the company and women director on board of the company.

10. Particulars of loans, guarantees or investments under section 186

There being no loan, guarantees or investments, provided by the Company under section 186 of the Companies Act 2013 during the financial year under scrutiny which is exceeding the limit as specified under Section 186 of Companies Act, 2013

11. Number of meetings of the Board of Directors

There being **11(Eleven) meetings of Board of Directors** being convened under the financial year complying with the requirement of Section 173 of the Companies Act 2013.

12. Related Party Transaction

There was no Contracts or Arrangements made with related parties pursuant to Section 188 of companies Act 2013.

The information relating to particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 in form AOC-2 is annexed as(**ANNEXURE – I**), forming part of this report.

13. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

14. Business Committees :

a) Audit Committee

Audit Committee consists of three members in total including Mr. Bhagat Ram Kothari, Mr. Satish Ahuja and Mr. Aditya Mohan Chugh. The Audit Committee address matters pertaining to appropriateness of Audit tests and Checks, reliability of financial statements, adequacy of provisions for liabilities and internal controls. The Committee lays emphasis on adequate disclosures and compliance with all relevant statues. The Committee performs the functions as enumerated in Clause 49 of the listing agreement, and duties cast upon them from time to time by the ministry of corporate affairs through its circulars and notifications.

b) Nomination and Remuneration Committee

Nomination and Remuneration Committee consists of three members. The committee performs functions as enumerated in clause 49 of the listing agreement as also schedule XIII of the Companies Act, 2013 and recommends to the board the remuneration payable to its directors on board of the company.

c) Shareholders Relationship Committee

Mr. Satish Ahuja appointed as compliance officer, who in consultation and with the help of share transfers Agents, Auditors and Practicing Company Secretaries is being allotted responsibility of handling customer's grievances pertaining to:

1. Transfer of shares
2. Dematerialization of share

15. Corporate Governance

Company has complied with the mandatory provisions of clause 49, relating to Corporate Governance, of the listing agreement with the stock exchange.

A separate section on Corporate Governance forming part of Directors Report and a certificate from the Company's Auditors Conforming the Compliance of conditions on Corporate Governance are included in the Annual Report. **(ANNEXURE- III)**

16. Internal Financial Control with reference to the financial statements

In the opinion of the Board, the existing internal control framework is adequate and commensurate to the size and nature of the business of the company.

Points raised by the Statutory Auditors in their report are self explanatory and covered in the notes on the Accounts of the Company.

17. Secretarial Audit

Pursuant to the provisions of section 204 of the companies Act, 2013 read with corresponding Rules framed there under Secretarial Auditor of the Company **(Company Secretaries Raja Mishra & Associates), Practicing Company Secretary Parul Sharma (M. No.45431 and COP No.21154)** is appointed as the Secretarial Auditors of the Company to carry out the Secretarial Audit for the year ending 31st March, 2019.

A Secretarial Audit Report given by the secretarial Auditors in prescribed Form No. MR-3 is annexed herewith as **(ANNEXURE –1)along with Certificate of Annual Return MGT-8**

18. Extract of Annual Return

The Extract of Annual Return in prescribed Form No. MGT-9 forms part of the Board Report and is annexure herewith as **(ANNEXURE- III)**.

19. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act 2013, shall state that—

- (a) The company in the preparation of the annual accounts has followed the applicable Accounting Standards along with proper explanation relating to material departures.
- (b) The directors of the company had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period.
- (c) The directors of the company had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

20. Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

**For and on Behalf of the Board
Sab Electronics Devices Limited**


Aditya Mohan Chugh
Director
DIN : 00945415


Satish Anuja
Director
DIN : 02347649

Place: New Delhi
Date: 30.05.2019

ANNEXURE- I

FORM NO. AOC- 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts), Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) Date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: **NIL**

(a) Name(s) of the related party and nature of relationship:

(b) Nature of transactions:

(c) Duration of the transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Nil**

(e) Date(s) of approval by the Board, if any:

(f) Amount paid as advance, if any : **N.A.**

a) Name(s) of the related party and nature of relationship:

(b) Nature of transactions:

(c) Duration of the transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Nil**

(e) Date(s) of approval by the Board, if any:



Rajat Mishra & Associates

Practicing Company Secretary

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Building No. 196 Patparganj Road,
Mayur Vihar Phase-1, New Delhi - 110091
Tel No.: +91 9971454557
Email: csrajatmishra@gmail.com

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2019**

FORM NO. MR-3

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014

The Members,

SAB ELECTRONICS DEVICES LIMITED

(CIN: L29308UP1980PLC004866)

C-53, Phase--II, Noida-205301

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAB ELECTRONICS DEVICES LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board - processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye - laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment, and External Commercial Borrowings; (**Not Applicable to the Company during Audit Period**)
5. The following Regulation and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act) are applicable.
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

PARUL SHARMA
COP 21154
Membership 45431



Rajat Mishra & Associates

Practicing Company Secretary

Office: - T-2, 04th Floor,
Building No. 196 Patparganj Road,
Mayur Vihar Phase-1, New Delhi - 110091
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- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

We have also examined the compliance with the applicable clauses of the following:-

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered by the Company with MCX Stock Exchange.
- (iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above subjects to the following observations;

A. The Company has not appointed Internal Auditor pursuant to Section 138 of Companies Act, 2013 during the period under review.

We further report that:

- 6. We have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under the other applicable Act, Laws and Regulations to the Company. Therefore, we are opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 7. **We further report the** compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory Auditors and other designated Professionals.
- 8. **We further report that** the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

Adequate notice is given to all directors to schedule the Board and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

PARUL SHARMA
COMPETENT
Membership 45431



Rajat Mishra & Associates

Practicing Company Secretary

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All decisions of Board Meetings are not recorded in the minutes as required under section 118 read with rule 25 of the Companies (Management and Administration) Rule, 2014.

We further report that during the audit period, there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

10 We further report that Company has not appointed a whole time Company secretary and we have been informed by the management of the Company that they are searching for a suitable candidate for the said appointment but could not find the same. Management is still in the search of the same.

11 This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

FOR RAJAT MISHRA & ASSOCIATES
Company Secretary

Parul Sharma
PARUL SHARMA
Membership No. **COP 21154**
Membership 4543

Date: 06/05/2019
Place: New Delhi



Rajat Mishra & Associates

Practicing Company Secretary

Office: - T-2, 04th Floor,
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Mayur Vihar Phase-1, New Delhi - 110091
Tel No.: +91 9971454557
Email: csrajatmishra@gmail.com

The Members

Annexure-A

SAB ELECTRONICS DEVICES LIMITED

(CIN: L29308UP1980PLC004866)

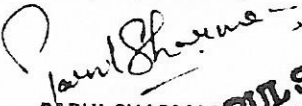
C-53, Phase-II, Noida-205301

Our Report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on the Secretarial Records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verifications were done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have verified the correctness and appropriateness of financial and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliances of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, rule and regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.
6. Our Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

FOR RAJAT MISHRA & ASSOCIATES

Company Secretary


PARUL SHARMA

Membership No. 45431

COP: 21154

PARUL SHARMA
COP 21154
Membership 45431

Date: 06.05.2019

Place:-New Delhi



Independent Auditor's Report

To the Members of Sab Electronics Devices limited.

Report on the Standalone Financial Statementsⁱ

opinion

We have audited the standalone financial statements of Sab Electronics Devices Limited, which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, (statement of changes in equity)ⁱⁱ and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements read together with Schedule A give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit (changes in equity)ⁱⁱⁱ and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. Investments in shares with other loans needs compliance of section 186 of companies act.
2. Consolidated financial statements not prepared as there is no subsidiary, only associate company.

(Contd---2)

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity)^{iv} and cash flows of the Company in accordance with^v the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Other Matter

We did not audit the financial statements/ information of NIL branches included in the stand alone financial statements of the Company whose financial statements/financial information reflect total assets of Rs. ...NIL..... as at 31st March 2019 and the total revenue of Rs. ...NIL..... for the year ended on that date, as considered in the standalone financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branches, is based solely on the report of such branch auditors. Our opinion is not modified in respect of these matters.

(Contd---3)

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) [The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report^{vi} NO BRANCH.
- d) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- f) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act except Prachi Kothari .
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Yadav R Shyam & Co
R S Ydav (Prop)
Firm Regn.NO.016194N

Place:- New Delhi
Date:- 28/05/2019

SAB ELECTRONICS DEVICES LIMITED

C-53 Phase-II Noida U P -205301
Balance Sheet as at 31st March 2019

(Amount in Rs.)

Particulars	Note No.	As At 31st March 2019	As At 31st March 2018
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) <u>Share capital</u>	A	12,200,000.00	12,200,000.00
(b) <u>Reserves and surplus</u>	B	20,050,976.18	18,868,214.08
2 Non-current liabilities			
(a) <u>Long-term borrowing</u>	C	695,000.00	675,000.00
(b) <u>Deferred Tax Liabilities (Net)</u>			
Current liabilities			
(a) <u>Trade payables</u>	D	864,078.00	729,478.00
(b) <u>Provisions & Other Payable</u>	E	3,000.00	26,600.00
Total		33,813,054.18	32,499,292.08
II. ASSETS			
Non-current assets			
1 (a) <u>Fixed assets</u>			
<u>Tangible assets</u>	F	6,962.10	9,714.10
(b) Investments	G	8,443,850.00	11,573,160.00
(c) <u>Deferred Tax Assets (Net)</u>		296.00	296.00
2 Current assets	H		
(a) <u>Trade & Others Receivables</u>	i	659,420.40	609,420.40
(b) <u>Cash and cash equivalents</u>	ii	553,116.68	1,792,292.58
(c) <u>Loans and advances</u>	iii	23,303,036.00	18,389,072.00
(d) Other Current Assets	iv	846,373.00	125,337.00
Total		33,813,054.18	32,499,292.08

Significant Accounting Policies and Notes forming integral part of accounts as per Schedule A Auditors' Report
As per our report of even date attached.

For YADAV R SHYAM & CO
Chartered Accountants

(R S YADAV)
PROP
FIRM NO. 016194N
M.NO. 093879
Place : New Delhi
DATE : 28/05/2019

(ADITYA MOHAN CHUGH)
Director
(DIN:- 00945415)

(BHAGAT RAM KOTHARI)
Director
DIN:- (00330953)

(SATISH AHUJA)
DIN 02347649

Prachi Kothari CFO
DIN 07042046

Sab Electronics Devices Limited
C-53 PHASE II NOIDA U.P -205301
Profit and loss Account for the year ended 31st March 2019

(Amount in Rupees)

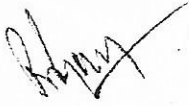
Particular	Refer Note No.	Current Year 2018-19	Previous Year 2017-18
I. Revenue from operations	I	-	0.00
II. Other Income	J	1,850,690.00	558,634.00
Total Revenue (I + II)		1,850,690.00	558,634.00
III Expenses:			
Cost of bought out Material & Rendering of Services		0.00	0.00
Employee Benefit Expenses	K	345,000.00	276,397.00
Depreciation and amortization expense	L	2,752.00	4,432.00
Other expenses	M	320,175.90	267,370.75
IV Total expenses		667,927.90	548,199.75
V Profit before exceptional and extraordinary items and tax (III-IV)		(47,927.90)	10,434.25
VI Exceptional items		1,230,690.00	-
VII Profit before extraordinary items and tax (V - VI)		1,182,762.10	10,434.25
VIII Extraordinary Items		-	-
IX Profit before tax (VII- VIII)		1,182,762.10	10,434.25
X Tax expense:			
(1) Current tax			3,000.00
(2) Earlier tax			0.00
(3) Deferred tax			0.00
XI Profit(Loss)for the Period from continuing operations(VII-VIII)		1,182,762.10	7,434.75
XII Profit(Loss) for the period (XI+XIV)		-	-
XIII Tax Expense of discontinuing operations		-	-
XIV Profit/(Loss)from Discontinuing operations (after tax) (XII-XIII)		-	-
XV Profit(loss)for the period (XI+XIV)		1,182,762.10	1,535.24
XVI Earnings Per Equity share:			
(1) Basic		0	0
(2) Diluted		0	0

Significant Accounting Policies and Notes forming integral part of accounts are as per Schedule A

Auditors' Report

As per our report of even date attached.

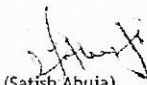
For Yadav R Shyam & Co
Chartered Accountants



R S YADAV
PROP.
FIRM NO. 016194N
M.NO. 093879
Place : New Delhi
Date : 28/05/2019


(ADITYA MOHAN CHUGH)
Director
(DIN:- 00945415)

(BHAGAT RAM KOTHARI)
Director
DIN:- (00330953)


(Satish Ahuja)
DIN 02347649

Prachi Kothari CFO
DIN 07042046

SAB ELECTRONICS DEVICES LIMITED
C-53 PHASE II NOIDA U.P -205301

A Share Capital

i Share Capital Authorised, issued, subscribed and paid up

Particulars	As at 31 March 2019		As at 31 March 2018	
	Number	Amount(In Rupees)	Number	Amount(In Rupees)
Authorised				
Equity Shares @ 10 each	4,000,000.00	40,000,000.00	4,000,000.00	40,000,000.00
	4,000,000.00	40,000,000.00	4,000,000.00	40,000,000.00
Issued				
Equity Shares @ 10 each	1,160,000.00	11,600,000.00	1,160,000.00	11,600,000.00
Preference Shares @10 each	60,000.00	600,000.00	60,000.00	600,000.00
	1,220,000.00	12,200,000.00	1,220,000.00	12,200,000.00
Subscribed & Paid Up				
Equity Shares @ 10 each	1,160,000.00	11,600,000.00	1,160,000.00	11,600,000.00
Preference Shares @10 each	60,000.00	600,000.00	60,000.00	600,000.00
Total	1,220,000.00	12,200,000.00	1,220,000.00	12,200,000.00

ii Reconciliation of the number of Equity Shares and share capital

Particulars	Equity shares		Preference shares	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	1,160,000.00	11,600,000.00	60,000.00	600,000.00
# Shares issued during the year	-	-	-	-
# Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,160,000.00	11,600,000.00	60,000.00	600,000.00

iii Terms/rights attached to equity Shares

The Company has two type of share capital i.e equity & Preference Shares and both are of face value of Rs.10/- per share.
Each Holder of equity share is entitled to one vote per share.

iv The Statement Showing Shareholders details holding more than 5% of equity shares at the end of the year.
shares held on Balance Sheet date:

Name of Shareholder	As at 31st March 2019		As at 31st March 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aditya Mohan Chugh (Preference)	60,000.00	100.00	60,000.00	100.00
Bhagat ram Kthari(Equity)	55,993.00	4.83	55,993.00	4.83
Neeti Chugh(equity)	44,993.00	3.88	44,993.00	3.88
Lalit Mohan(Equity)	50,000.00	4.31	50,000.00	4.31
Divya Chugh(Equity)	95,000.00	8.18	95,000.00	8.18

v Shares Reserved for issue under options outstanding as at end of the year on unissued share capital.
The Company has not reserve any shares for issue under any options.

B Reserves and Surplus

Particulars	As at 31 March 2019		As at 31 March 2018	
Profit & Loss Account				
as per last balance sheet		13,422,589.08		13,422,589.08
Profit for the year		1,182,762.10		13,422,589.08
Capitals Reserve		45,625.00		45,625.00
Security Premium(Preference Share)		5,400,000.00		5,400,000.00
Total		20,050,976.18		18,868,214.08

C Long Term Borrowing

Particular	As at 31 March 2019		As at 31 March 2018	
Loan from Directors		345,000.00		675,000.00
Others		350,000.00		-
Total		695,000.00		675,000.00

D Trade Payables

Particular	As at 31 March 2019		As at 31 March 2018	
Sundry Creditors		864,078.00		729,478.00

(Handwritten signatures)

SAB ELECTRONICS DEVICES LIMITED
C-53 PHASE II NOIDA U.P -205301

A Share Capital

i Share Capital Authorised, issued, subscribed and paid up

Particulars	As at 31 March 2019		As at 31 March 2018	
	Number	Amount(In Rupees)	Number	Amount(In Rupees)
Authorised				
Equity Shares @ 10 each	4,000,000.00	40,000,000.00	4,000,000.00	40,000,000.00
	4,000,000.00	40,000,000.00	4,000,000.00	40,000,000.00
Issued				
Equity Shares @ 10 each	1,160,000.00	11,600,000.00	1,160,000.00	11,600,000.00
Preference Shares @10 each	60,000.00	600,000.00	60,000.00	600,000.00
	1,220,000.00	12,200,000.00	1,220,000.00	12,200,000.00
Subscribed & Paid Up				
Equity Shares @ 10 each	1,160,000.00	11,600,000.00	1,160,000.00	11,600,000.00
Preference Shares @10 each	60,000.00	600,000.00	60,000.00	600,000.00
Total	1,220,000.00	12,200,000.00	1,220,000.00	12,200,000.00

ii Reconciliation of the number of Equity Shares and share capital

Particulars	Equity shares		Preference shares	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	1,160,000.00	11,600,000.00	60,000.00	600,000.00
# Shares issued during the year	-	-	-	-
# Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,160,000.00	11,600,000.00	60,000.00	600,000.00

iii Terms/rights attached to equity Shares

The Company has two type of share capital i.e equity & Preference Shares and both are of face value of Rs.10/- per share.
Each Holder of equity share is entitled to one vote per share.

**iv The Statement Showing Shareholders details holding more than 5% of equity shares at the end of the year.
shares held on Balance Sheet date:**

Name of Shareholder	As at 31st March 2019		As at 31st March 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aditya Mohan Chugh (Preference)	60,000.00	100.00	60,000.00	100.00
Bhagat ram Kthari(Equity)	55,993.00	4.83	55,993.00	4.83
Neeti Chugh(equity)	44,993.00	3.88	44,993.00	3.88
Lalit Mohan(Equity)	50,000.00	4.31	50,000.00	4.31
Dhiva Chugh(Equity)	95,000.00	8.18	95,000.00	8.18

**v Shares Reserved for issue under options outstanding as at end of the year on unissued share capital.
The Company has not reserve any shares for issue under any options.**

B Reserves and Surplus

Particulars	As at 31 March 2019		As at 31 March 2018	
Profit & Loss Account				
as per last balance sheet		13,422,589.08	13,422,589.08	-
Profit for the year		1,182,762.10		13,422,589.08
Capitals Reserve	-	45,625.00	45,625.00	45,625.00
Security Premium(Preference Share)	-	5,400,000.00	5,400,000.00	5,400,000.00
Total		20,050,976.18	18,868,214.08	18,868,214.08

C Long Term Borrowing

Particular	As at 31 March 2019		As at 31 March 2018	
Loan from Directors		345,000.00	-	675,000.00
Others		350,000.00		-
Total		695,000.00	-	675,000.00

D Trade Payables

Particular	As at 31 March 2019		As at 31 March 2018	
Sundry Creditors		864,078.00	-	729,478.00

(Handwritten signatures)

Total		864,078.00	-	729,478.00
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E Provisions & outstanding Liability

Particular	As at 31 March 2019		As at 31 March 2018	
Provision for income tax	3,000.00			3,000.00
Audit Fee Payable				23,600.00
Total	3,000.00			26,600.00

F Tangible Assets

Gross Block	As at 01/04/2018			As at 31/03/2019	
	As at 01/04/2018	Addition	Deletion	As at 31/03/2019	
Furniture and Fixtures	35,200.00	-	-	35,200.00	
Computer & Peripherals	63,800.00	-	-	63,800.00	
Total	99,000.00			99,000.00	

ii Depreciation

	As on 01-04-2018	During the year	As on 31/03/2019	Impairment
Furniture and Fixtures	26,028.46	2,376.00	28,404.46	-
Computer & Peripherals	63,257.44	376.00	63,633.44	-
Total	89,285.90	2,752.00	92,037.90	

iii Net Block

	As at 31 March 2019		As at 31 March 2018	
Furniture and Fixtures		6,795.54		9,171.54
Computer & Peripherals		166.56		542.56
Total		6,962.10		9,714.10

G

Investment	As on 31 March 2019	As on 31 March 2018
Non Current Investments Unquoted shares	8,443,850.00	11,573,160.00
Total	8,443,850.00	11,573,160.00

H Current Assets

Trade Receivable & others Receivable	As at 31 March 2019		As at 31 March 2018	
Outstanding for more than 6month	555,670.00		555,670.00	
Outstanding for less than 6month	103,750.40		53,750.00	
Other Receivables				609,420.40
Total	659,420.40	659,420.40		609,420.00

ii Cash and Cash Equivalents

	As at 31 March 2019		As at 31 March 2018	
Balance with banks				
yes bank		310,839.76		100,345.66
Chaques in hand				1,300,000.00
Cash in Hand		242,276.92		391,946.92
Total		553,116.68		1,792,292.58

iii Loans and advances

	As at 31 March 2019		As at 31 March 2018	
Corporate		10,461,319.00		9,002,355.00
Non-Corporate		12,841,717.00		9,386,717.00
Total		23,303,036.00		18,389,072.00

iv Other Current Assets

	As at 31 March 2019		As at 31 March 2018	
Income Tax Refundable		61,966.00		61,966.00
TDS FY 2015-16		45,371.00		45,371.00
TDS FY 2017-18		18,000.00		18,000.00
TDS FY 2018-19		18,000.00		
Interest Receivable		703,036.00		
Total		846,373.00		107,337.00

Revenue from operations	As at 31 March 2019		As at 31 March 2018	

[Handwritten signatures]

Sale of goods & Services				
Less: Excise Duty				
Total				

Revenue from Non-operations	As at 31 March 2019		As at 31 March 2018	
Consultancy		440,000.00		378,634.00
Interest on loan		180,000.00		180,000.00
Profit on sale of investment(shares)		1,230,690.00		-
Total		1,850,690.00		558,634.00

Employee Benefit Expenses	As at 31 March 2019		As at 31 March 2018	
Salary & allowances		345,000.00		276,397.00
Staff welfare Expenses				
Total		345,000.00		276,397.00

Depreciation and Amortisation	As at 31 March 2019		As at 31 March 2018	
Depreciation		2,752.00		4,432.00
Total		2,752.00		4,432.00

M Other Expenses

Particulars	For the year ended 31 March 2019	For the year-ended 31 March 2018
Advertisement Expenses		12,870.00
Annual Listing fees	64,900.00	40,250.00
AGM Expenses	32,300.00	9,500.00
Auditors Remuneration	23,600.00	23,600.00
Bank Charges	5.90	146.75
Custodial fees (NSDL, CDSL)	20,000.00	21,240.00
Conveyance Expenses	19,520.00	29,535.00
Legal & Professional Charges	101,700.00	31,328.00
RTA Expense	10,000.00	10,000.00
MCA filing Expenses & Filing Fees	21,500.00	10,280.00
office and maintainance Expenses		25,860.00
Printing & Stationary Expenses		16,870.00
Telephone Expenses	26,650.00	9,862.00
Water and Electricity Expenses		25,489.00
Total	320,175.90	273,325.76


Auditors' Report

As per our report of even date attached.


For YADAV R SHYAM & CO
Chartered Accountants



(R S YADAV)
PROP.
FIRM NO. 016194N
M.NO. 093879
Place : New Delhi
DATE : 28/05/2019


(ADITYA MOHAN CHUGH)
Director
(DIN:- 00945415)

(BHAGAT RAM KOTHARI)
Director
DIN:- (00330953)


SATISH AHUJA Prachi Kothari CFO
DIN 02347649 DIN 07042046

Significant Accounting policies and notes to accounts forming integral part of accounts for the year ended on 31.3.2019.

1. Corporate Information

Sab Electronics Devices Limited ('The Company') is a Public Limited Company Listed at MSEI Limited, domiciled in India and incorporated under the provisions of the Companies Act, 1956.

2. Significant accounting policies/Notes .

(A) Basis of Preparation of Financial Statements

The Financial Statements have been prepared on accrual basis and under the historical cost convention in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Financial Statements to comply in all material aspects with the Accounting Standards notified under the Companies Accounting Standard Rules, 2006 (as amended time to time) and the relevant provisions of the Companies Act, 2013.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year,

(B) Use of Estimates

The preparation of the Financial Statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reporting balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reporting amounts of income and expenditure during the year. Contingencies are recorded when it is probable that a liability will be incurred, and the amount can be reasonably estimated. Actual results could differ from such estimates. Any revision to accounting estimates is recognized in the period in which result are known/materialize.

(C) Inventory

Inventory is valued at the lower of Cost on FIFO and Net realizable value as certified by the management.

(D) Depreciation

Depreciation has been provided as per rates and method as provided in the companies' Act 2013 and schedules II thereto.

(E) Revenue Recognition

Sales of goods: Sales are recognized net of returns, trade discount on transfer of significant risk and rewards of ownership to the buyer, which generally coincides with delivery of goods and right to claim to customer. Other incomes are recognized on accrual basis.

(F) Tangible Fixed Assets

Fixed Assets are stated at cost of acquisition including taxes, duties, freight and other incidental expenses related to acquisition, construction and installation less depreciation/ Amortization. Borrowing costs that are directly attributable to acquisition, construction or production of a qualifying asset are capitalized.

(G) Intangible Assets


Intangible assets are stated at cost of acquisition less accumulated depreciation/ amortization if charged to profit and loss account.

(H) Accounting for Taxes on Income

Income Tax is accounted for in accordance with Accounting Standard on "Accounting for Taxes on Income" notified pursuant to the Companies (Accounting Standards) Rules, 2006.

(I) Deferred Tax Asset/Liability.

Deferred Tax Asset/ Liability is provided and recognized on timing differences between taxable income and accounting income As per AS 22 of ICAI. Deferred Tax Asset is recognized only if virtual certainty is foreseen to reverse this.



(J) Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognized when there is a present legal or statutory obligation as a result of past events and where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent Assets are not recognized in the Financial Statements.

Contingent Liabilities not acknowledged as Debts. 1. Rs 25 Lakh as Penalty from

MSEI for non compliance of LODR.

2. Income tax Liability os Rs 5 Lakh.

(K) Value of Investment

Investments classified as current investments shown in the financial statements at the lower of cost and fair value determined either on an individual investment basis or by category of investment, but not on an overall (or global) basis. Investments classified as long term investments shown in the financial statements at cost and provision for diminution shall be made to recognize a decline, other than temporary in the opinion of management. Such reduction being determined and made for each investment individually.

3. Payment to auditors

Particulars	As at 31st March 2019 (Amt. in. Rupees)	As at 31st March 2018 (Amt. in. Rupees)
As Auditors	23600	23600
For other certification work	20000	20000
Total	43600	43600

4. Information under The Micro, Small and Medium Enterprises Development Act, 2006, can't be given, as the relevant information are under process. It has been informed by the Company that they have written to the existing firms/companies to give information regarding identification whether they are covered under Micro, Medium & Small Category, the information sought has not been received by the management.
5. Balances of all personal accounts both Debit and Credit are subject to confirmation / reconciliation.
6. Shares held as investment book value of Rs 31,29,310/- sold during the year on which company earned Profit Rs 12,30,690/- shown in Profit & Loss Account as exceptional item.
7. The company has Associate company without subsidiary as on 31.3.2019 as defined under companies act 2013 But no consolidated financial Statements were prepared as the present position is believed to be of temporary in nature.
8. The company has investments in the shares of other companies together with the loans more than limits allowed under section 186 of companies act 2013 and for that necessary compliance is under way.
9. Cheque Received by the company towards repayment of advances amounting to Rs. 13 Lakh as on 31.3.2018 has been shown as recoverable instead of cheques in hand.
10. No provision made against outstandings more than three years in view of their being still hopefully recoverable in full.

For Yadav R Shyam & co
(Chartered Accountants)

Prop.

(R S Yadav)
M.No. 093879
FRN No: 016194N
Place: New Delhi
Date: 28/05/2019

Aditya Chugh
Aditya Mohan Chugh
(Director)
DIN: 00945415

Bhagat Ram Kothari
(Director)
DIN: 00330953

Prachi Kothari
(Chief Financial Officer)
DIN: 07042046

Satish Ahuja
Satish Ahuja
Director (DIN 02347649)

SAB ELECTRONICS DEVICES LIMITED

Cash Flow Statement

For the Year Ending 31/03/2019
Cash at Beginning of Year 391,947

Operations

Cash receipts from	
Customers	440,000
Other Operations	0
Cash paid for	
Inventory purchases	0
General operating and administrative expenses	98,670
Wage expenses	345,000
Interest	0
Income taxes	0
Net Cash Flow from Operations	(3,670)

Investing Activities

Cash receipts from	
Sale of property and equipment	0
Collection of principal on loans	0
Sale of investment securities	0
Cash paid for	
Purchase of property and equipment	175,000
Making loans to other entities	0
Purchase of investment securities	0
Net Cash Flow from Investing Activities	(175,000)

Financing Activities

Cash receipts from	
Issuance of stock	0
Borrowing	29,000
Cash paid for	
Repurchase of stock (treasury stock)	0
Repayment of loans	0
Dividends	0
Net Cash Flow from Financing Activities	29,000

Net Increase in Cash **(149,670)**

Cash at End of Year 242,277




ANNEXURE- III

FORM NO.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L29308UP1980PLC004866
ii.	Registration Date	05-03-1980
iii.	Name of the Company	Sab Electronics Devices Limited
iv.	Category/Sub-Category of the Company	Listed (Public Company)
v.	Address of the Registered office and contact details	C-53, Phase-II, Noida Uttar Pradesh-205301
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Abhipra Capital Limited A-387, Abhipra Complex, GT Karnal Road, Azadpur, Delhi- 110033, Dilkush Indl Area

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	None				

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	

Govt(s)									
e) Venture Capital Funds	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	
g)									
h) FIs	-	-	-	-	-	-	-	-	
i) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	
j) Others (specify)									
Sub-total (B)(1)	-	-	-	-	-	-	-	-	
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas		2600	2600	0.22		2600	2600	0.22	-
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 2 lakh (ii) Individual shareholders holding nominal share capital in excess of		525654	525654	43.59		525654	525654	43.59	
		285000	285000	24.56		285000	285000	24.56	

Rs. 2 lakh									
c) Others(Specify)									
Sub-total(B)(2)		813254	813254	100		813254	813254	100	
Total Public Shareholding (B)=(B)(1)+(B)(2)		813254	813254	100		813254	813254	100	
C. Shares held by Custodian for GDRs & ADRs		-	-	-		-	-	-	
Grand Total (A+B+C)		1160000	1160000	100		1160000	1160000	100	

ii. Shareholding of Promoters & Promoter Group :- (Only Equity Shares)

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encum	No. of Shares	% of total Shares of the compan	% of Shares Pledged / encumbe red to total shares	
	Neena Chugh	45000	3.87	-	45000	3.87	-	-
	Bhagat Ram Kothari	55953	4.82	-	55953	4.82	-	-
	Divya Chugh	95000	8.18	-	95000	8.18	-	-
	Lalit Mohan	50000	4.31	-	50000	4.31	-	-
	Parul	5000	0.431	-	5000	0.431	-	-
	Neeti Chugh	44993	3.87	-	44993	3.87	-	-
	Dev Bhoomi Constructions Pvt Ltd.	70,800	6.103		70800	6.103	-	-

iii. Change in Promoters' Shareholding (please specify, if there is no change)

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters & Holders of GDRs & ADRs):

--	--	--	--	--	--

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
	No. of Shares	Increase/Decrease in shareholding during the year	% of total shares of the Company	No. of shares	% of total shares of the company
Bhagat Ram Kothari	55953	Nil	4.82	55953	4.82
Satish Ahuja	Nil	Nil	Nil	Nil	Nil
Prachi Kothari	Nil	Nil	Nil	Nil	Nil
Mukund Thapliyal	Nil	Nil	Nil	Nil	Nil

V. INDEBTEDNESS

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	None			
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not				
Total(i+ii+iii)	None			
Change in Indebtedness during the financial year - Addition - Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)	None			

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil				
2.	Stock Option	Nil				
3.	Sweat Equity					
4.	Commission - as % of profit - others, specify...					
5.	Others, please specify					
6.	Total(A)	Nil				
	Ceiling as per the Act					

B. Remuneration to other directors: (In Rupees)

S.N.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Bhagat Ram Kothari	Mr. Satish Ahuja	Mr. Mukund Thapliyal	
	Independent Directors				
	Fee for attending Board Committee Meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, Please specify				
	Total(1)	Nil	Nil	Nil	Nil
2.	Other Non-Executive Directors				
	Fee for attending Board Committee meetings	Nil	Nil	Nil	Nil
	Commission				
	Others, please specify				
	Total (2)				
	Total (B) = (1 + 2)	Nil	Nil	Nil	Nil
	Total Managerial Remuneration				
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD /MANAGER /WTD

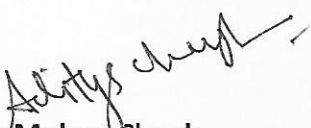
Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Company Secretary)	
			Total
1.	Gross Salary		
	a) Salary as per provisions contained in section 17(1) of the Income- Tax Act, 1961		
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961	0	0
	c) Profits in lieu of salary under section 17 (3) Income- Tax	0	0

	Act, 1961		
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission As % of profit Others, specify....	0	0
5.	Others, please specify	0	0
	Total		

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: None

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding		None			
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For and on Behalf of the Board
Sab Electronics Devices Limited


Aditya Mohan Chugh
Director
DIN : 00945415


Satish Anuja
Director
DIN : 02347649

Place: New Delhi
Date: 30.05.2019

Annexure-III

CORPORATE GOVERNANCE REPORT

(Forming Part of the Directors Report for the year ended 31st March, 2019)

A. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is based on the principle of integrity, fairness, equity, transparency, accountability and commitment to values. Good Governance Practices stem from the culture and mindset of the organization. As stakeholders across the globe show keen interest in the practices and performances of companies, corporate governance has emerged on the centre stage. The Company Sab Electronics Devices Limited recognizes that good corporate governance is a continuing exercise and reiterates its commitment to pursue highest standards of corporate governance in the overall interests of all the stakeholders.

There are Committees in the Company that look after the proper workings of the company which are: Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee and these committees work under the control and guidance of board of directors and Compliance officer of the company.

B. BOARD OF DIRECTORS

1. Composition of the board

As on 31st March, 2019, the company has a Non-Executive Chairman and the number of Independent Directors is fifty percent of the total number of directors, including one women director. The board of Company consisted of six directors.

The day to day management of the company is conducted by company secretary in consultation with the Managing Director subject to the supervision and control of the Board of Directors.

During the year ended 31st March, 2019, Below the details of meetings held:

Type of Meeting	Date of meeting
Annual General Meeting	27-09-2019
Board Meeting	26-04-2018
Board Meeting	15-05-2018
Board Meeting	23-06-2018
Board Meeting	30-07-2018

Board Meeting	30-07-2018
Board Meeting	09-08-2018
Board Meeting	03-09-2018
Board Meeting	14-10-2018
Board Meeting	16-11-2018
Board Meeting	30-11-2018
Board Meeting	31-12-2018
Board Meeting	12-02-2019
Audit Committee	05-05-2018, 15-07-2018, 20-10-2018, 03-02-2019
Stakeholder Relationship Committee	01-03-2019
Nomination & Remuneration Committee	05-05-2018

(I). The detail of the composition of the existing board of Directors is as under:

Sl.No.	Name of Directors (DIN)	Designation	Category
1.	Bhagat Ram Kothari	Director	Executive
2.	Aditya Mohan Chugh	Managing Director/ Whole time Director	Professional/ executive
3.	Satish Ahuja	Director	Independent/ non executive
4.	Prachi Kothari	Director	Professional/ executive
5.	Mukund Thapliyal	Director	Independent/ non executive

2. BOARD MEETING ATTENDANCE RECORD OF THE DIRECTORS IN 2015-2016 IS AS UNDER :

Name of Director	No. Of Board Meetings Attended	Whether attended the AGM
Bhagat Ram Kothari	4	Yes
Aditya Mohan Chugh	11	Yes

Satish Ahuja	11	Yes
Prachi Kothari	8	Yes
Mukund Thapliyal	10	Yes

C. COMMITTEES OF THE BOARD

The Board of Directors has constituted the following committees with adequate delegation of powers to discharge day to day affairs of the Company as well as to meet the exigencies of the business of the Company.

1. Audit Committee :

The Composition and terms of reference of the Audit Committee is in compliance with section 177 of the Companies Act, 2013. The Audit Committee acts as a link between the statutory and Internal Auditors and the Board of Directors.

As on March 31, 2016 the Audit Committee comprises of three directors. During the year 2015-2016 the Audit Committee met four Times (i)

Sl. No.	Name	Category	Status	No. Of Meetings Held	No. of Meetings Attended
1.	Mr. Bhagat Ram Kothari	Executive	Chairman/ Director	4	4
2.	Mr. Satish Ahuja	Independent/ non executive	Independent Director	4	4
3.	Mr. Mukund Thapliyal	Independent/ non executive	Independent Director	4	4

Partner of Statutory Auditors are also invited to the meetings of the Audit Committee.

2. Nomination and Remuneration Committee :

This committee decides and frames the Remuneration policy of the directors and KMP.

Sl. No.	Name	Designation
1.	Mr. Bhagat Ram Kothari	Chairman
2.	Mr. Satish Ahuja	Member
3.	Mr. Aditya Mohan Chugh	Member

3. Stakeholders Relationship Committee :

Stakeholders are important assets of the Company. This committee looks after the grievances and complaints received if any from the stakeholders and try to provide proper solutions to it. Members of the committee keep vigil about the stakeholders' interest through the **SCORES** maintained by SEBI. Compliance officer of the company also has duty to clarify and provide solution to any of the grievance of the stakeholders.

Members of the committee are:

Sl.No.	Name	Designation
1.	Mr. Bhagat Ram Kothari	Chairman
2.	Mr. Satish Ahuja	Member
3.	Mr. Aditya Mohan Chugh	Member

Disclosures:

There are no materially significant related party transaction i.e. transactions, materials in nature with its promoters, the directors or the management, their subsidiaries or relatives etc having potential conflicts with the interest of the company at large.

There have not been any non-compliances by the company and no penalties imposed by on company by stock exchange or SEBI or any statutory authority on any matter related to capital market during the last three years.

Address for correspondence

The Shareholders may address their communications/ Suggestions/ Grievances/ Queries to:

Sab Electronics Devices Limited
C- 53, Phase-II, Noida- 205301
Legal.sedl@gmail.com

SAB ELECTRONICS DEVICES LIMITED

Registered Office: C-53, Phase--II, Noida-205301

Email Id: legal.sedl@gmail.com Contact No+91-9811032576

CIN: L29308UP1980PLC004866

SAB ELECTRONICS DEVICES LIMITED

Registered Office: C-53, Phase-II, Noida-205301
Email Id: legal.sedl@gmail.com Contact No+91-9811032576
CIN: L29308UP1980PLC004866

FORM NO – MGT – 11 PROXY FORM

Regd. Folio No.....

No. Of Shares.....

Shares Certificate No.....

Distinctive No.....

I/We.....resident of
.....
...being a member/members of M/s Sab Electronics Devices Ltd.(CIN –L29308UP1980PLC004866) hereby
appoint.....resident of.....
..... as my/our proxy to vote for me/us on my/our behalf at
the Annual General Meeting of the Company to be held on 30th September,2019 at 02:30 P.M. at
Registered Office –C-53, Phase-II, Noida, Uttar Pradesh- 205301.

Affix
Re. 1/-
Revenue
Stamp

Signed thisday of, 2019

Signature.....

Note:

1. A Proxy need not be a Member of the Company.
2. This form in order to be effective should be duly stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding of the meeting.

SAB ELECTRONICS DEVICES LIMITED

Registered Office: C-53, Phase--II, Noida-205301

Email Id: legal.sedl@gmail.com Contact No+91-9811032576

CIN: L29308UP1980PLC004866

ATTENDANCE SLIP

(For attending the Annual General Meeting to be held on (day) the (date) (month) 2016 at (time))

Regd. Folio No..... No. of Shares Held.....

Share Certificate No.

Distinctive Nos. From to

Name of the Shareholder/ Proxy

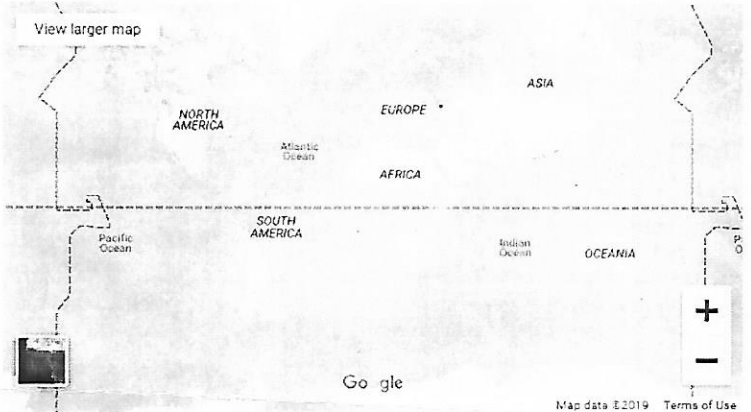
Address

Date Signature

NOTE: Please fill in this attendance slip and hand it over at the ENTRANCE OF THE MEETING PLACE.

Basic Information Documents Trademarks Directors Map

SAB ELECTRONICS
DEVICES LIMITED
C-53, PHASE-II NOIDA UP 205301 IN



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