SAB ELECTRONICS DEVICES LIMITED

ANNUAL REPORT 2020-2021

SAB ELECTRONICS DEVICES LIMITED

Corporate Information

Board of Directors	
Managing Director	Mr. Aditya mohan Chugh
Executive Director	Mr. **Bhagat Ram Kothari**
Executive Director	Mr. Satish Ahuja
EXECUTIVE DIRECTOR WOMEN DIRECTOR	Mrs.**Prachi Kothari**
Chief Financial Officer	Mr. **Mukund Thapiyal**
.	
Statutory Auditors	M/s Yadav R Shyam & Co. (Chartered Accountants)
Secretarial Auditors	M/s Ankit Tiwari & Associates (Practicing Company Secretary)
Registered Office	**C-53 , PHASE-II NOIDA UP 205301**

CONTENTS

SAB ELECTRONIC DEVICES LTD.

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

Email: legal.sedl@gmail.com

CIN: L29308UP1980PLC004866

NOTICE

Notice is hereby given that Next Annual General Meeting of The Members of Sab Electronics Devices Ltd. Will be held on 30th day of September 2021 at C-53, Phase-II Noida (UP) Pin -205301 to transact the following:

Ordinary Business

1. To receive consider and adopt the Audited Balance Sheet and Profit & Loss of the Company along with Directors Report and Auditors Report for the Financial Year ended 31st March 2021.
2. To appoint Director in place of Prachi Kothari who retire by rotation and being eligible offer themselves for reappointment.

By Order of the Board of Directors

For SAB Electronic Devices Ltd.

(Director) Authorised Director

Place: Noida

Dated :07-09-2021

Notes:

1.A member entitled to attend and vote is also entitled to appoint proxy/proxies to attend and vote instead of himself and proxy need not to 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.Member 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 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 Member and the Share Transfer Book will remain closed from 21st September to 30th September,2021

SAB ELECTRONICS DEVICES LIMITED
CIN NO: L29308UP1980PLC004866
REGISTERD OFICE : C-53 ,PHASE-II NOIDA UP 205301 IN
Email Id : legal.sedl@gmail.com Contact No: +91-9811032576

DIRECTOR'S REPORT

Dear Shareholders,
Your Directors have pleasure in presenting their Annual Report on the business and operation of the Company and the Audited Statement of Accounts for the financial year ended March 31, 2021

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The financial results for the year ended 31st March, 2021 and the corresponding figures for the last year are as under **:-**

In Rupees

Particulars	Amount as on 2019-2020	Amount as on 2019-2020
Revenue from Operation		
Other Income	620500.00	1244435.00
Total Expenditure	605759.00	889588.00
Profit before Interest, Depreciation Prior Period Items and Tax (PBIDT)	14741.00	15412.00
Less : Finance Costs	0	0
Less: Depreciation and Amortization	760	760.00
Profit Before Exceptional/Prior Period Items and Tax	13981.00	14652.00
Less: Exceptional/Prior Period Items (Net)	0	339435.00
Profit Before Taxes (PBT)	**13981.00**	**354087.00**

2. DIVIDENDS

No dividend was declared for the current financial year due to conservation of profits and continued investment in the business.

3. RESERVES

The Board proposes to carry forward Rs. 9981.00**(Rupees Nine Thousand Nine Hundred Eighty one only)** to the reserve account maintained by Company.

4. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/ STATE OF COMPANY'S AFFAIR

During the year company entered into an agreement to get mobile phones assembled in its own brand name and market them further. Company is confident to get a good market for its proposed mobile business.

5. LISTING OF SHARES

The equity shares of the company is listed on the Metropolitan Stock Exchange of India (Formally Known as MCX-SX Ltd.).However due to some non compliance in reporting a penalty of Rs.24.34 Lakhs have been imposed on the company. However the paid penalty has neither been provided nor has been paid in anticipation of waiver (lowering off the penalty by stock exchange)

6. CHANGE IN THE BUSINESS OF COMPANY

There has been no change in the business of the Company during the financial year ended 31st March, 2021.

7. DEPOSITS

The Board states that no disclosure or reporting was required in respect of the details relating to deposits covered under Chapter V of the Act as there were no deposits during the financial year 2020-21.

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. The continuance of appointment is to be confirmed and approved in the ensuing Annual General Meeting.

9. DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP)

As at 31st March 2021, Board comprises of Five Directors.
Ms. Prachi 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 woman director on the board of the company.

10. LOANS AND INVESTMENT

The Company has not made any new investment, given guarantee and securities during the year under review. There for no need to comply with provisions of Section 186 of Companies Act, 2013.

11. MEETING OF BOARD OF DIRECTORS

Six meetings of the Board of Directors were held during the year as on 16/05/2020, 15/06/2020, 11/08/2020, 27/09/2020, 03/11/2020 and 08/02/2021.

S.No	Name of Director	Designation	No. of Meeting Held	No. of Meeting Attended
1.	Bhagat Ram Kothari	EXECUTIVEDIRECTOR/CHAIRMAN	6	5
2.	Aditya Mohan Chugh	MANAGING DIRECTOR/WHOLETIME DIRECTOR/PROFESSIONAL	6	6
3.	Satish Ahuja	INDEPENDENT DIRECTOR	6	5
4.	Prachi Kothari	EXECUTIVE DIRECTOR/WOMEN DIRECTOR	6	5
5.	Mukund Thapiyal	INDEPENDENT DIRECTOR	6	4

12.RELATED PARTY TRANSACTIONS

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

14. COMIITTEES TO THE BOARD:

The Company has several Committees which have been established in Compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Company has following Committees of the Board

A. Audit Committee
B. Nomination & Remuneration Committee
C. Stakeholders Relationship Committee

The details with respect to the composition of the committees, No. and dates of the meeting of the committees and No. of meeting attended by each director of relevant Committee are given in details below.

i) Audit Committee

The Composition and terms of reference of the Audit Committee is in compliance with section 177 of Companies Act, 2013.The Audit Committee act as link amongst the statutory and Internal Auditors and the Board of Directors .As at March, 2021 the Audit Committee comprises of three Directors. During the year 2020-2021 the Audit Committee met four times. The date of meeting are 16.05.2020,11.08.2020,03.11.2020 and 06.02.2021

S.No	Name	Category	Status	No of Meetings held	No of Meetings Attended
1.	Mr.Bhagat Ram Kothari	Executive	Chairman	4	4
2.	Mr. Satish Ahuja	Independent/Non Executive Director	Independent Director	4	3
3.	Mr. Mukund Thapiyal	Independent/Non Executive Director	Independent Director	4	2

The gap between any of the two Board Meetings did not exceed more than four months. Leave of absence was granted to the non-attending directors on their request and noted in the attendance register as well as in the minutes of the meetings

a. **ESTABLISHMENT OF VIGIL / WHISTLE BLOWER MECHANISM:-**

The Company has established a vigil mechanism for directors and employees in compliance with the provisions of Sub section 9 of Section 117 read with Rule 7 of Chapter XII of the Companies (Meetings of Board and its Powers) Rules, 2014 to report genuine concerns. Vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional case.

The Company promotes ethical behavior in all its business activities and in line with the best practices for corporate governance. It has established a system through which directors & employees may report breach of code of conduct or suspected fraud, unethical business practices, illegality, fraud, and corruption etc. at work place without fear of reprisal. The Board designated and authorized Mr.Aditya Mohan Chughi Whole time Director of the Company as Vigilance and Ethics Officer and , Chairman of the Audit Committee to oversee the vigil mechanism. The functioning of the Vigil mechanism is reviewed by the Audit Committee from time to time. It may be noted that if any of the members of the Committee do have a conflict of interest in any given case, he/she to recues themselves and the others on the committee would deal with the matter on hand.

The Vigil mechanism shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also to provide for direct access to the Chairman of the Audit Committee and in case of repeated frivolous complaints being filed by a Director or an employee, the Chairman of the Audit Committee may take suitable action against the concerned Director or employee including reprimand.

During the Financial Year 2020-2021 there was no complaint reported by any Director or employee of the Company under this mechanism

ii) Nomination and Remuneration Committee

In compliance with the provisions of section 178 of the Companies Act, 2013, the Nomination &Remuneration Committee has been re-constituted. The Nomination and remuneration committee consists of three Non-Executive Directors out of which 1 are Independents. During the period three meetings of the Nomination and remuneration committee was held.

a. **Composition and attendance in Committee meeting during the year:**

Name of Committee Members	Positions	Meeting held	Meeting Attended
Mr.Bhagat Ram Kothari	Chairman	3	3
Mr. Satish Ahuja	Member	3	3
Mr. Mukund Thapiyal	Member	3	3

(iii) STAKEHOLDERS RELATIONSHIP COMMITTEE:

In compliance with the provisions of the Companies Act, 2013, the Stakeholders Relationship Committee has been constituted by the Board for a speedy disposal of grievances / complaints relating to shareholders/investors. The Committee consists of one non-executive Independent director and two executive directors of the Company. Four meetings of the Committee were held during the year on 16.05.2020, 11.08.2020, 04.11.2020 and 06.02.2021.

Composition and attendance in Committee meeting during the year:

Name of Committee Members	Positions	Meeting held	Meeting attended
Mr.Bhagat Ram Kothari	Chairman	4	4
Mr. Satish Ahuja	Member	4	4
Mr. Aditya Mohan Chugh	Member	4	4

15.CORPORATE GOVERNANCE:

Company has compiled with the mandatory provisions of clause 49 of the listing Agreement. A separate section on Corporate Governance forming part of Director Reports and a certificate from Company's Auditor conforming the compliance of conditions on corporate governance are included in Annual Report (Annexure 1).

16. INTERNAL FINANCIAL CONTROLS:

The existing internal financial control system is adequate and commensurate with the nature and size of the business of the Company. The internal auditors of the Company keep a follow up on the internal financial reporting and information dissemination of the Company between the departments. The Audit committee of the Company interacts from time to time with the internal auditors of the Company regarding the adequacy of internal financial control system placed in the Company.

17. DECLARATION BY INDEPENDENT DIRECTOR:

All Independent Directors have given declaration under section 149(7) of the Companies Act 2013 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013

18.CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGEEARNINGS AND OUTGO:

a) Conservation of Energy

Since the operations of the Company are not energy intensive, therefore it does not call for any steps to be taken.

Therefore clause (i), (ii) & (iii) of Rule 8 are not applicable.

b) Technology Absorption

The Company has not imported any specific technology for its operations which are not updated in India.

c) Foreign Exchange Earnings and Outgo

Foreign Exchange Earning: NIL

Foreign Exchange Outgo: NIL

19.SECRETARIAL AUDIT

The Board, on recommendation made by the Audit Committee, has appointed Ankit Tiwari & Associates, Practicing Company Secretary, Delhi to conduct

Secretarial Audit for the F.Y. 2020-21. The Secretarial Audit Report for the financial year ended March 31, 2021 is annexed with this report as **ANNEXURE I”** to this Report.

20.EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form No.MGT-9 as required under Section 92 of the Companies Act, 2013 for the financial year ending March 31, 2021 is annexed and forms part of this report.

21.DIRECTORS’ RESPONSIBILITY STATEMENT:

In accordance with the requirements of Section 134(5) of the Companies Act, 2013, it is hereby confirmed that:-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors 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 and loss of the Company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act 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 laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) 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.

22..DETAIL OF FRAUD AS PER AUDITORS REPORT

There is no fraud in the Company during the F.Y. ended 31st March,2021. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the F.Y. ended 31st March,2021.

23.PARTICULARS OF EMPLOYEES

None of the employees who have worked throughout the year or a part of the financial year were getting remuneration in excess of the threshold mentioned under Section 197(12) of the Act read with rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014.

24.GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. Change in share capital of the Company.
5. Change in the nature of the business of the Company.
6. Details of subsidiary, joint venture or Associates Company.
7. Voluntary Revision of Financial Statements or Board’s Report.
8. Amount transfer to investor education and protection fund.

9. The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
10. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
11. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
12. No fraud has been reported by the Auditors to the Audit Committee or the Board.

25. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

25. ACKNOWLEDGMENTS:

The Directors would like to express their sincere appreciation of the cooperation and assistance received from the Authorities, Readers, Bankers, Credit Rating Agencies, Depositories, Stock Exchanges, Registrar and Share Transfer Agents, Associates as well as our Shareholders at large during the year under review.
The Directors also wish to place on record their deep sense of appreciation for the commitment, abilities and hard work of all executives, officers and staff who enabled Company to consistently deliver satisfactory and rewarding performance even in the challenging economic conditions.

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 transaction under third proviso thereto.

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions'	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis. **NIL**

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Date of approval by the Board	
	Amount paid as advances, if any	

YADAV R SHYAM & CO.
(Chartered Accountants)

1E/8, 2nd Floor, Jhandewalan Extn.,S.M. Business Centre, New Delhi-55. Ph : 9810733724, 23517936, 47131957
E-mail : rschartered1999@gmail.com, yrs_chartered1999@Yahoo.co.in

Independent Auditor's Report

To the Members of Sab Electronics Devices limited.

Report on the Standalone Financial Statements'

opinion

We have audited the standalone financial statements of Sab Electronics Devices Limited ,which comprise the balance sheet as at 31st March 2021, 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, 2021, 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 to companies needs compliance of section 186 of companies act. Penalty for non-compliance of LODR imposed by stock exchange (MSEI) considered as contingent liability.
2. Advances & other Receivables showing as fully recoverable without confirmation/Reconciliation.

(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 2021 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" 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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

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 B".

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:- 23/06/2021

SAB ELECTRONICS DEVICES LIMITED

C-53 Phase-II Noida U P -205301
Balance Sheet as at 31st March 2021

(Amount in Rs.)

		Particulars	Note No.	As At 31st March 2021	As At 31st March 2020
I.		EQUITY AND LIABILITIES			
	1	Shareholders' funds			
		(a) Share capital	A	12,200,000.00	12,200,000.00
		(b) Reserves and surplus	B	20,415,044.30	20,405,063.30
	2	Non-current liabilities			
		(a) Long-term borrowing	C	545,000.00	345,000.00
		(b) Deferred Tax Liabilities (Net)			
		Current liabilities			
		(a) Trade payables	D	678,853.00	619,728.00
		(b) Provisions & Other Payable	E	7,000.00	3,000.00
		Total		33,845,897.30	33,572,791.30
II.		ASSETS			
		Non-current assets			
	1	(a) Fixed assets			
		Tangible assets	F	5,442.10	6,202.10
		(b) Investments	G	6,567,660.00	6,567,660.00
		(c) Deferred Tax Assets(Net)		296.00	296.00
	2	Current assets	H		
		(a) Trade & Others Receivables	i	7,660,170.40	7,660,170.40
		(b) Cash and cash equivalents	ii	365,169.80	332,078.80
		(c) Loans and advances	iii	17,968,161.00	17,968,161.00
		(d) Other Current Assets	iv	1,283,998.00	1,043,723.00
				33,845,897.30	33,572,791.30

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

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 : 23-06-2021

(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 2021

(Amount in Rupees)

	Particular	Refer Note No.	Current Year 2020-21	Previous Year 2019-20
I.	Revenue from operations	I	-	0.00
II.	Other Income	J	620,500.00	1,244,435.00
	Total Revenue (I + II)		620,500.00	1,244,435.00
III	Expenses:			
	Cost of bought out Material & Rendering of Services		0.00	0.00
	Employee Benefit Expenses	K	405,677.00	520,000.00
	Depreciation and amortization expense	L	760.00	760.00
	Other expenses	M	200,082.00	369,587.88
IV	**Total expenses**		606,519.00	890,347.88
V	Profit before exceptional and extraordinary items and tax (III-IV)		13,981.00	14,652.12
VI	Exceptional items			339,435.00
VII	**Profit before extraordinary items and tax (V - VI)**		13,981.00	14,652.12
VIII	Extraordinary Items		-	-
IX	**Profit before tax (VII- VIII)**			354,087.02
X	Tax expense:			
	(1) Current tax		4,000.00	0.00
	(2) Earlier tax			0.00
	(3) Deferred tax			0.00
XI	Profit(Loss)for the Period from continuing operations(VII-VIII		9,981.00	354,087.02
XII	Profit(Loss) for the period (XI+XIV)			-
XIII	Tax Expense of discontinuing operations		-	-
XIV	Profit/(Loss)from Discountinuing operations (after tax) (XII-XIII)			-
XV	Profit(loss)for the period (XI+XIV)		9,981.00	354,087.02
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

As per our report of even date attached.

For Yadav R Shyam & Co
Chartered Accountants

Chartered Accountants NEW DELHI

R S YADAV
PROP
FIRM NO. 016194N
M.NO. 093879
Place : New Delhi
Date :23/06/2021

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

(BHAGAT RAM KOTHARI)
Director
DIN:- (00330053)

(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 2021		As at 31 March 2020	
	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
Perference 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
Perference 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 2021		As at 31st March 2020	
	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

	As at 31 March 2021		As at 31 March 2020	
Profit & Loss Account				
as per last balance sheet		14,959,438.30	14,605,351.18	
Profit for the year		9,981.00	354,087.12	
Capitals Reserve	-	45,625.00	45,625.00	
Security Premium(Preference Share)	-	5,400,000.00	5,400,000.00	
Total	-	20,415,044.30	20,405,063.30	

C Long Term Borrowing

Particular	As at 31 March 2021		As at 31 March 2020	
Loan from Directors		545,000.00	345,000.00	
Others	-			-
Total		545,000.00		345,000.00

D Trade Payables

Particular	As at 31 March 2021		As at 31 March 2020	
Sundry Creditors		678,853.00	-	619,778.00
Total		678,853.00	-	619,728.00

E Provisions & other Liability

Particular	As at 31 March 2021		As at 31 March 2020	
Provision for income tax		7,000.00		3,000.00
Total		7,000.00		3,000.00

F Tangible Assets

i

Gross Block	As at 01/04/2020	Addition	Deletion	As at 31/03/2021
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 01-04-2020	During the year	As on31/03/2021	Impairment
Furniture and Fixtures	29,084.46	680.00	29,764.46	-
Computer & Peripherals	63,713.44	80.00	63,793.44	-
Total	92,797.90	760.00	93,557.90	-

iii

Net Block	As at 31 March 2021		As at 31 March 2020	
Furniture and Fixtures		5,435.54		6,115.54
Computer & Peripherals		6.56		86.56
Total		5,442.10		6,202.10

G

Investment		As on 31 March 2021		As on 31 March 2020
Non Current Investments Unquoted shares as per list		6,562,660.00		6,562,660.00
Total		6,562,660.00		6,562,660.00

H Current Assets

i

Trade Receivable & others Receivable	As at 31 March 2021		As at 31 March 2020	
Outstanding for more than 6month		7,660,170.40	7,660,170.40	-
Outstanding for less than 6month		-		-
Other Receivables		-	-	7,660,170.40
Total		76,60,170..40		7,660,170.40

ii

Cash and Cash Equivalents	As at 31 March 2021		As at 31 March 2020	
Balance with banks				
yes bank		77,911.88		27,911.88
Cash in Hand		287,257.92		304,166.92
Total		365,169.80		332,078.80

iii

Loans and advances	As at 31 March 2021		As at 31 March 2020	
Corporate		17,368,161.00		17,368,161.00
Non Corporate		600,000.00		600,000.00
Total		17,968,161.00		17,968,161.00

iv

Other Current Assets	As at 31 March 2021		As at 31 March 2020	
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		18,000.00
TDS FY 20 21		18,000.00		-
Imprest with Satish Ahuja		60,775.00		-
Interest Recevable		1,061,886.00		899,886.00
Total		1,283,998.00		1,043,223.00

I

Revenue from operations	As at 31 March 2021		As at 31 March 2020	
sale				-

		-		-
Total		-		-

J	Revenue from Non-operations		As at 31 March 2021		As at 31 March 2020
	Consultency		440,500.00		725,000.00
	Interest on loan		180,000.00		180,000.00
	Profit on sale of investment(shares)		-		339,435.00
	Total		620,500.00		1,244,435.00

K	Employee Benefit Expensess		As at 31 March 2021		As at 31 March 2020
	Salary & allowances		400,056.00		520,000.00
	Staff welfare Expenses		5,621.00		-
	Total		405,677.00		520,000.00

L	Depreciation and Amortisation		As at 31 March 2021		As at 31 March 2020
	Depreciation		760.00		760.00
	Total		760.00		760.00

M Other Expenses

Particulars	For the year ended 31 March 2021		For the year ended 31 March 2020
Web Development charges	-		10,000.00
Annual Listing fees	64,900.00		64,900.00
AGM Expenses	12,560.00		33,780.00
Auditors Remuneration	30,000.00		29,500.00
Bank Charges	-		77.88
Custodial fees (NSDL,CDSL)	-		20,000.00
Conveyance Expenses	19,102.00		48,850.00
Legal & Professional Charges	15,000.00		82,000.00
RTA Expense	10,000.00		-
MCA filing Expenses & Filing Fees	5,000.00		4,100.00
Telephone Expenses	18,520.00		56,880.00
Accountancy charges	25,000.00		20,000.00
Total	200,082.00		369,587.88

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 : 23/06/2021

(ADITYA MOHAN CHUGH)
Director
(DIN:- 00043415)

(BHAGAT RAM KOTHARI)
Director
DIN:- (00330963)

SATISH AHUJA
DIN 02347649

PRACHI KOTHARI CFO
DIN 07042046

	31-03-2020	31-03-2021
Loan from Directors/Relatives		
Aditya Mohan Chugh	345000	345000
Dev Kothari		200000
SATISH AHUJA IMPREST (Debit)	0	60775

Trade Payble		
Esquire Computers Pvt Ltd	440488	440488
Rajat Mishra & Associates	9800	9800
CDSL	30620	30620
NSDL	30620	30620
MSEI		
Abhipra	20000	30000
TDS MSEI		4125
Ajay Trading Co		
Yadav R Shyam & Co	88200	133200
	619728	**678853**

Total

Investments(Unquoted equity shares)

24000 Equity shares of Divya Chugh Designers pvt ltd	1100000
86760 Equity shares Kalyan Entertainment pvt ltd	4207860
21587 Equity shares of Prince Flaming Credits Limited	754800
15000 Equity shares of Shiva Aum Health Care pvt ltd	500000
Total	**6562660**

Trade & other Receivables		
Del Flexi corpn solutions pvt ltd		50000
J S Continental pvt ltd		555670.4
Def Consultant pvt ltd	53750	
Bharti Enterprises	5875000	
Shankar Auto		750
Ajay Sharma		125000
Alka Sharma		300000
Santosh Sharma		300000
Tarun Sharma		200000
Madan Mohan Sharma		200000
		7660170.4

Detail of Loan & Advances

S.No.	Name	Amount
3	compusoft service Pvt. Ltd.	1500000
6	Prince Fleming credits Ltd.	2300000
7	Real Time Developers Pvt. Ltd.	2000000
15	Svam online .com Ltd	245200
17	Action Bridgegap Construction	1617517
18	Strategic developers Pvt. Ltd.	2416119

19	Saraf Credit & loan Portfolio pvt ltd	2000000
20	Tikam Saraf	600000
	TOTAL(A)	**12678836**

Receivebles Against sale of Investments

Sundry Receivables	2699200
Shekhar Rishikesh	3620000
Against sale of 33000 shares of SLBP@60(2019)	1980000
Against Sale of 4675 Devbhumi Shares @475(2020)	2220625

Less- Received During the year

Subir Kumar Chakarbarty	354750
Sarop Singh Panwar	184900
Sanchi Mathur	344000
Saurabh Mathur	361200
Anurag Goniyal	197800
Chakor Gupta	344000
Lalit Mohan Bhardwas	352600
Mukund Thapiyal	197800
Pankaj Gupta	361200
Quayiee Chakravorty	354750
Satya kothari	352600
Mahesh kothari	197800
Prachi Kothari	350000
Salindra Kothari	361200
Gagan Dev Kothari	199950
Indra Dutt Kothari	344000
Laxmi Kothari	371950
	5230500
Total(B)	**5289325**
GRAND TOTAL(A+B)	**17968161**

Profit on sale of shares

Sale of 4675 shares @475 of Devbhumi	2220625	0
Less- cost of Investment (Carrying cost)	1881190	0
Profit on sale of shares	339435	0

SAB ELECTRONICS DEVICES LIMITED **SCHEDULE A**
Registered Office: C-53, Phase-II, Noida, Uttar Pardesh-205301
Contact No. +91-9811032576 Email Id: legal.sedl@gmail.com
CIN: L29308UP1980PLC004866

Significant Accounting policies and notes to accounts forming integral part of accounts for the year ended on 31.3.2021.

1. Corporate Information

Sab Electronics Devices Limited ('The Company') is a Public Limited CompanyListed 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 conventionin 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 arerecognized 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 or resources are provided for.Contingent Assets are not recognized in the Financial Statements.

Contingent Liabilities not acknowledged as Debts.

1 A Sum of Rs App. 25 Lakh as Penalty from MSEI for non compliance of LODR.

2. Income tax Liability of Rs App. 6 Lakh for assessment year 2005-06.

(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 Non-Current investments shown in the financial statements at cost and provision for diminution in the individual investment shall be made to recognize a decline, other than temporary ,and in the opinion of management no permanent decline is foreseen therefore no such provision made .

3. Payment to auditors

Particulars	As at 31st March 2021 (Amt. in. Rupees)	As at 31st March 2020 (Amt. in. Rupees)
As Auditors	30000	29500
For other certification work	15000	20000

Total	45000	49500

--4--

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 Advances/Recoverable are subject to confirmation / reconciliation, therefore impact on financial statements can be determined after reconciliation.

6.The company has Associate company not subsidiary as on 31.3.2021 as defined under companies act 2013But 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 togetherwith the loans more than limits allowed under section 186 of companies act 2013 and for that necessary compliance to cover this is under way.

9. In the absence of information and balance confirmation and reconciliation in respect of Trade Receivables and other loans and advances, it is not possible to compute recoverable amount and amount of provision (if any) to be made against them.

For Yadav R Shyam & co
(Chartered Accountants)

Prop.

(R S Yadav)
M.No. 093879
FRN No:'016194N
Place: New Delhi
Date:23/06/2021

Aditya Mohan Chugh
(Director)
DIN: 00945415

Bhagat Ram Kothari
(Director)
DIN: 00330953

Prachi Kothari
(Chief Financial Officer)
DIN: 07042046

Satish Ahuja
Director (DIN 02347649)

SAB ELECTRONICS DEVICES LIMITED
Cash Flow Statement

For the Year Ending	31-03-21
Cash at Beginning of Year	304,167

Operations	
Cash receipts from	
Customers	
Other Operations	440,500
Cash paid for	
Inventory purchases	0
General operating and administrative expenses	457,410
Wage expenses	
Interest	0
Income taxes	0
Net Cash Flow from Operations	287,257

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	
Making loans to other entities	0
Purchase of investment securities	0
Net Cash Flow from Investing Activities	0

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

Net Increase in Cash	**287,257**
Cash at End of Year	287,257

ANKIT TIWARI & ASSOCIATES

Practicing Company Secretaries

Address: 412, Arunachal Building, Barakhamba Road, New Delhi-110001
Mobile: +91-8010581911; Email id: pcsankit@yahoo.com; PAN: ARWPT2119E
Website: www.Complianceguruji.com;

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

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, 2021 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, 2021 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;
   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.
B. The Company has not constituted Risk Management Committee.
C. The Company has disclosed in the Director Report the date of Board Meetings and Committee Meetings.

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

   All decisions at 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.

9. **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 ANKIT TIWARI & ASSOCIATES
Company Secretary

ANKIT TIWARI Digitally signed by ANKIT TIWARI Date: 2021.09.14 11:08:08 +05'30'

ANKIT TIWARI
ACS 47270
COP: 21118
UDIN NO: A047270C000914686

Date: 07.09.2021
Place:-New Delhi

ANKIT TIWARI & ASSOCIATES

Practicing Company Secretaries

Address: 412, Arunachal Building, Barakhamba Road, New Delhi-110001
Mobile: +91-8010581911; Email id: pcsankit@yahoo.com; PAN: ARWPT2119E
Website: www.Complianceguruji.com:

Annexure-A

The Members
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 ANKIT TIWARI & ASSOCIATES
Company Secretary

ANKIT TIWARI
Digitally signed by ANKIT TIWARI
Date: 2021.09.14 11:10:53 +05'30'

ANKIT TIWARI
ACS 47270
COP: 21118

Date: 07.09.2021
Place:-New Delhi

SAB ELECTRONICS DEVICES LIMITED
CIN NO: L29308UP1980PLC004866
REGISTERD OFICE : C-53 ,PHASE-II NOIDA UP 205301 IN
Email Id : legal.sedl@gmail.com Contact No: +91-9811032576

Annexure -III

CORPORATE GOVERNANCE REPORT

(Forming Part of Director's Report for the year ended 31st March, 2021)

A. COMAPNY 'S PHILOSPHY 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 practices and performances of companies, corporate governance has emerged on centre stage. The company 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

Type of Meeting	Date of Meeting
Board Meeting	16/05/2020
Board Meeting	15/06/2020
Board Meeting	11/08/2020
Board Meeting	27/09/2020
Board Meeting	03/11/2020
Board Meeting	08/02/2021
Audit Committee	16/05/2020 11/08/2020 03/11/2020 06/02/2021
Stakeholder Relationship Committee	16/05/2020 11/08/2020 04/11/2020 06/02/2021
Nomination & Remuneration Committee	11/06/2020 25/09/2020 09/02/2021

SAB ELECTRONICS DEVICES LIMITED
CIN NO: L29308UP1980PLC004866
REGISTERD OFICE : C-53 ,PHASE-II NOIDA UP 205301 IN
Email Id : legal.sedl@gmail.com Contact No: +91-9811032576

As on 31st March, 2021 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 Five 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, 2021, below the details of meeting held:

2. The detail of the composition of the existing Board of Directors is as under:

S.No	Name of Directors	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	Indepndent/Non Executive

3. BOARD MEETING ATTENDANCE RECORD OF THE DIRECTORS IN 2020-2021 IS AS UNDER:

Name of Director	No of Board Meetings Attended	Whether attended the AGM
Bhagat Ram Kothari	5	YES
Aditya Mohan Chugh	6	YES
Satish Ahuja	5	YES
Prachi Kothari	5	YES
Mukund Thapiyal	4	YES

ANNEXURE- III

FORMNO.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2021

[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, DilkushIndl 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:-

SI.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.	Name And Address	CIN/GLN	Holding/	%of	Applicable

No.	Of The Company		Subsidiary /Associate	shares held	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	
A. Promoter									
1) Indian									
a) Individual/ HUF	**94993**	**215953**	**310946**	**26.80**	**94993**	**215953**	**310946**	**26.80**	**-**
b) Central/Govt.	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
c) State Govt(s)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
d) Bodies Corp	**-**	**55800**	**55800**	**4.81**	**-**	**55800**	**55800**	**4.81**	**-**
e) Banks / FI	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
f) Any Other					**-**	**-**	**-**	**-**	**-**
Sub-total(A)(1):-	**94993**	**271753**	**366746**	**31.61**	**94993**	**271753**	**366746**	**31.61**	
2) Foreign									
g) NRIs-Individuals									
h) Other-Individuals									
i) Bodies Corp.									
j) Banks / FI									
k) Any Other….									
Sub-total (A)(2):-	**94993**	**271753**	**366746**	**31.61**	**94993**	**271753**	**366746**	**31.61**	
B. Public									

Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks / FI	-	-	-	-	-	-	-	-	
c) Central Govt	-	-	-	-	-	-	-	-	
d) State Govt(s)	-	-	-	-	-	-	-	-	
e) Venture Capital Funds	-	-	-	-	-	-	-	-	
f) Insurance Companies g)	-	-	-	-	-	-	-	-	
h) FIIs	-	-	-	-	-	-	-	-	
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 uptoRs. 2 lakh		525654	525654	43.59		525654	525654	43.59	
(ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh		285000	285000	24.56		285000	285000	24.56	

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			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encu	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total	% change in share holdingduring the year
	NeenaChugh	45000	3.88	-	45000	3.88	-	-
	Bhagat Ram Kothari	55953	4.82	-	55953	4.82	-	-
	DivyaChugh	95000	8.19	-	95000	8.19	-	-
	Lalit Mohan	50000	4.31	-	50000	4.31	-	-
	Parul [illegible]	5000	0.431	-	5000	0.431	-	-
	NeetiChugh	44993	3.88	-	44993	3.88	-	-
	DevBhoomi Constructions Pvt Ltd.	70800	6.110		70800	6.11	-	-
	Total	36674[illegible]			36674[illegible]			

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):

Sl.No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	No. of Shares	% of total shares of the Company	No. of shares	% of total shares of the company
	At the beginning of the year	342151	29.49	342151	29.49
	Date Wise Increase/ Decrease in share holding during the year specifying the reasons for increase /decrease(e.g. allotment/transfer/bonus/sweat equity etc):				
	At the End of the year (or on the date of separation , if separated during the year)	342151	29.49	342151	29.49

(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
Aditya Mohan Chugh	20000	nil	1.7	20000	1.7
Satish Ahuja	Nil	Nil	Nil	Nil	Nil

PrashantSaraf	Nil	Nil	Nil	Nil	Nil
Prachi Kothari	Nil	Nil	Nil	Nil	Nil
MukundThapliyal	Nil	Nil	Nil	Nil	Nil
Shobhita Singh	Nil	Nil	Nil	Nil	Nil

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 **i) Principal Amount** **ii) Interest due but not paid** **iii) Interest accrued but not**	**None**			
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.	ParticularsofRemuneration	NameofMD/WTD/ Manager	Total Amount

1.	Gross salary (a)Salary asperprovisions containedinsection17(1) of the Income-taxAct, 1961 (b)Value of perquisites u/s 17(2)Income-tax Act, 1961 (c)Profits in lieu of salary undersection17(3)Income-taxAct,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**
		Ms. Prachi Kothari	**Mr. SatishAhuja**	**Mr. MukundThapliyal**	
	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.	**Particularsof Remuneration**	**Key Managerial Personnel**	
1.	**Gross Salary**		**Total**
	a) Salary as per provisions contained in section 17(1) of the Income- Tax Act, 1961	**0**	**0**
	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 Act, 1961	0	0
2.	**Stock Option**	0	0
3.	**Sweat Equity**	0	0
4.	**Commission** **As % of profit** **Others, specify….**	0	0
5.	**Ohers, please specify**	0	0
	Total	**0**	0

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. OtherOfficersInDefault					
Penalty					
Punishment					
Compounding					

For and on Behalf of the Board
Sab Electronics Devices Limited

Aditya Mohan Chugh
Director
DIN : 00945415

SatishAhuja
Director
DIN : 02347649

Place: New Delhi
Date: 07.09.2021

SAB ELECTRONICS DEVICES LIMITED
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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 LIMITED** (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,2021 at 12:30 P.M. at

Registered Office **C-53 ,PHASE-II NOIDA UP 205301**

Affix Re. 1/- Revenue Stamp

Signed this ....day of ...., 2021

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
CIN NO: L29308UP1980PLC004866
REGISTERD OFICE : C-53 ,PHASE-II NOIDA UP 205301 IN
Email Id : legal.sedl@gmail.com Contact No: +91-9811032576

ATTENDANCE SLIP

(For attending the Annual General Meeting to be held on (day) the (date) (month) 2021 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.

SAB ELECTRONICS DEVICES LIMITED

CIN NO: L29308UP1980PLC004866

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