

# **21<sup>ST</sup> ANNUAL REPORT**

**F.Y. 2013-2014**

## **SUDEV INDUSTRIES LIMITED**

**Regd. Office:** A-74/1 & 2, UPSIDC Area, Sikandrabad  
District Bulandshahar (Uttar Pradesh) - 203205

**Corp. Office(s):** BP-77, Pitam Pura, New Delhi – 110088

## **SUDEV INDUSTRIES LIMITED**

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### **BOARD OF DIRECTORS**

Shri Rajiv Agarwal	Chairman/ Executive Director
Mrs. Anupma Agarwal	Executive Director
Shri Naveen Khatri	Independent Non Executive Director
Shri S. K. Srivastava	Independent Non Executive Director

### **AUDITORS**

Gupta Jalan & Associates  
Chartered Accountants  
316, Express Tower  
Azadpur Commercial Complex  
New Delhi - 110033

### **REGISTERED OFFICE**

SUDEV INDUSTRIES LIMITED  
A-74/1 & 2, UPSIDC Area  
Sikandrabad  
District Bulandshahar (Uttar Pradesh) - 203205

### **CORPORATE OFFICES**

SUDEV INDUSTRIES LIMITED  
BP-77, Pitam Pura, New Delhi - 110088

### **STOCK EXCHANGES**

Bombay Stock Exchange, Mumbai  
Delhi Stock Exchange Association Limited, Delhi  
UP Stock Exchange, Kanpur  
Jaipur Stock Exchange, Jaipur  
Chennai Stock Exchange, Chennai  
Kolkata Stock Exchange, Kolkata

### **REGISTRAR &**

### **SHARE TRANSFER AGENTS**

Beetal Financial & Computer Services Pvt. Ltd  
3rd Floor, 99, Madangir, Behind Local Shopping Centre,  
Near Dada Harsukh Dass Mandir, New Delhi-110062  
Tel: 91-11-2996 1281-83; Fax: 91-11-2996 1284  
E-mail: beetal@beetalfinancial.com  
Website: www.beetalfinancial.com

### **COMPANY**

### **IDENTIFICATION NO.**

L25201UP1992PLC018150

### **WEBSITE**

www.sudev.co.in

### **E – MAIL**

info@sudev.co.in

**Annual General Meeting: 30<sup>th</sup> Day of September, 2014**

**Time: 2:00 P.M.**

**Venue: A-74/1 & 2, UPSIDC Area, Sikandrabad, Distt. Bulandshahr (U.P.) - 203205**

### **BOOK CLOSURE DATES**

**(24/09/2014 - 30/09/2014)**

## **SUDEV INDUSTRIES LIMITED**

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### **NOTICE**

Notice is hereby given that the Twenty First Annual General Meeting of the members of **SUDEV INDUSTRIES LIMITED** is scheduled to be held on Tuesday, September 30, 2014 at 2:00 P.M at the Registered Office of the Company at A.74/1&2 UPSIDC Industrial Area, Sikandrabad, Bulanshahar, (UP) - 203205 to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014 and Statement of Profit & Loss along with notes thereto forming integral part of the Annual Accounts for the period ended on that date together with the Report of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Rajiv Agarwal (DIN 00929463) who retires by rotation and being eligible, offers himself for re- appointment.
3. To appoint M/s Mahindra Taneja & Associates, Chartered Accountants (FRN: 026348N), New Delhi as Statutory Auditors of the Company and to fix their remuneration.

To consider and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** in accordance with applicable provisions of the Section 139 of Companies Act, 2013, and the Rules made thereunder M/s Mahindra Taneja & Associates, Chartered Accountants (Registration No. 026348N) be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the Twenty Sixth Annual General Meeting subject to the ratification by members at every Annual General Meeting on remuneration to be fixed by the Board of Directors”.

On behalf of the Board  
For **Sudev Industries Limited**

Place: New Delhi  
Date: September 5, 2014

**Rajiv Agarwal**  
Director  
DIN: 00929463

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself.
2. As per SEBI Guidelines, Company has appointed M/s Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062, as its Registrar and Share Transfer Agents for both physical and demat shares.
3. E-voting:-
  - (i) Pursuant to the provisions of the listing agreement and the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to its members the facility to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General Meeting (AGM), and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL). Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e physically and e-voting, then votes casted through e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.
  - (ii) Open the attached PDF file "e-Voting.pdf" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for e-voting". Please note that the password is an initial password.
  - (iii) Launch internet browser by typing the URL <https://www.evoting.nsdl.com>.
  - (iv) Click on "Shareholder - Login".
  - (v) Put User ID and password as initial password noted in step (1) above and Click Login. Password Change Menu appears.
  - (vi) Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
  - (vii) Select "EVEN" of Learning Edge Academy of Professionals Limited.
  - (viii) Members can cast their vote online from 10:00 a.m. on September 24, 2014 upto 6:00 PM on September 26, 2014. E-Voting shall not be allowed beyond 6:00 PM on September 26, 2014.
  - (ix) During the e-voting period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the record date may cast their vote electronically. The record date for the purpose of e-voting is August 29, 2014.
  - (x) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted. Kindly note that vote once casted cannot be modified upon confirmation, the message "Vote cast successfully" will be displayed. Kindly note that once you have voted on the resolution, you will not be allowed to modify your vote.
4. Corporate members intending to send their authorized representative to attend the AGM are required to send a certified true copy of the relevant Board Resolution.
5. The Company has appointed Mr. Vikas Kumar Sharma of M/s. Vikas Sharma & Associates, Company Secretaries, New Delhi, as the Scrutinizers. Their report will be submitted by September 30, 2014 to the Chairman of the Company and in turn the Chairman will announce the same on the date of Annual General Meeting.
6. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.sudev.co.in](http://www.sudev.co.in) and on the website of NSDL within two days of the passing of the resolutions at the AGM of the Company and communicated to the stock exchanges.

7. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on August 29, 2014.
8. The Register of Members and share transfer books of the Company shall remain closed from September 24, 2014 to September 30, 2014 (both days inclusive).
9. The Company is conscious of promoting e-governance and sustainable environment. Members are requested to update their email address with their Depository Participants to enable the Company to send the future correspondences/ communication via email.
10. The Register of Directors and Key Managerial Personnel and their shareholding, details will be available for inspection by the members at the AGM.
11. Members who hold shares in dematerialized form are requested to bring their client ID and DPID numbers for facilitating identification for attendance at the meeting.
12. The members are requested to send the transfers, change of address and other related correspondence to the Registrars and Share Transfer Agents, M/s Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062.
13. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on any day between 2:00 p.m. and 4:00 p.m. except on holidays and shall also be available at the meeting.
14. Details of Directors seeking appointment/ re-appointment at the Annual General Meeting (in pursuant to Clause 49 of the Listing Agreements):

<b>Name of Director</b>	Rajiv Agarwal
<b>Age</b>	52 Years
<b>Date of Appointment as a Director</b>	20.04.1992
<b>Expertise in specific functional area</b>	Expertise in administration, finance and accounts, and public relations matters
<b>Outside Directorships / Committee Memberships / Chairmanships in Public Companies</b>	Nil
<b>Qualifications</b>	Graduate
<b>Shareholding in the Company</b>	2,53,500 Equity Shares

On behalf of the Board  
For **Sudev Industries Limited**

**Place: New Delhi**  
**Date: September 5, 2014**

**Rajiv Agarwal**  
**Director**  
**DIN: 00929463**

**DIRECTORS' REPORT**

Your Directors feel pleasure in presenting the 21<sup>st</sup> Annual Report on the operations of the Company and the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2014.

**1. FINANCIAL RESULTS**

<b>Particulars</b>	<b>Current year 2013 - 2014</b>	<b>Previous year 2012 - 2013</b>
Net Sales & Other Income	2,75,000.00	NIL
Profit before depreciation and Tax	(58,000)	(3,87,000)
Less : Depreciation	NIL	NIL
Profit/(Loss) before Extra Ordinary Item and Tax	(58,000)	(3,87,000)
Profit/(Loss) before Tax	(58,000)	(3,87,000)
Less:		
a) Current Income Tax	NIL	NIL
Profit/(Loss) after Tax	(58,000)	(3,87,000)
Less: Balance, being Loss brought forward From Previous Year	(3,48,37,000)	(3,44,50,000)
<b>Balance, being Profit/Loss carried to Balance Sheet</b>	<b>(3,48,95,000)</b>	<b>(3,48,37,000)</b>

**2. OPERATIONS AND PERFORMANCE**

During the year under review, the Company has incurred net loss of Rs. 58,000/- (Fifty Eight Thousand only) as against net loss incurred in previous year of Rs. 3,87,000/-.

**3. DIVIDEND**

The Board of Directors does not recommend any dividend for the financial year 2013 - 2014.

**4. PUBLIC DEPOSIT**

The Company has neither invited nor accepted any deposits from the public during the year.

**5. DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of section 217(2AA) read with Section 292A of the Companies Act, 1956, your directors state in respect of Financial Year 2013-14 that:

1. in the preparation of annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

2. 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 affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
3. 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;
4. the directors had prepared the annual accounts on a going concern basis.

## 6. DIRECTORS

During the year under review Mr. Rajiv Agarwal (DIN: 00929463), the Executive Director of the Company retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment to the Board of your Company.

## 7. AUDITORS REPORT

The observations of the auditors in their report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

## 8. AUDITORS

The Company's auditors M/s. Gupta Jalan & Associates, Chartered Accountants, retire at the conclusion of the ensuing Annual General Meeting of the Company. M/s Mahindra Taneja & Associates, Chartered Accountants (Registration No. 026348N) have offered themselves to be appointed as Statutory Auditors of the Company. A certificate from M/s Mahindra Taneja & Associates, Chartered Accountants has been received by the Company to the effect that their appointment if made would be within the prescribed limits under the Companies Act.

## 9. PARTICULARS OF EMPLOYEES

Information required as per Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of employees) Rules 1975 and Companies (Particulars of employees) Amendment Rules 2011 and forming part of the directors' report for the year ended March 31, 2014							
A. Persons employed throughout the financial year who were in receipt of Remuneration for the year which in the aggregate was not less than Rs. 60,00,000/- per annum							
Name of the employee	Designation/ Nature of duties	Remuneration received (Rs.)	Qualification	Age (Yrs.)	Experience (Yrs.)	Date of employment	Particulars of Last employment
←	NA					→	

B. Persons employed for a part of the financial year who were in receipt of Remuneration for any part of the year at a rate which in the aggregate was not less than Rs. 5,00,000/- per month							
Name of the employee	Designation/ Nature of duties	Remuneration received (Rs.)	Qualification	Age (Yrs.)	Experience (Yrs.)	Date of employment	Particulars of Last employment
	NA						

#### 10. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The Company's (Disclosure of Particulars in the Report of the Board of Directors') Rules, 1998, require the disclosure of particulars regarding Conservation of Energy in Form-A and Technology Absorption in Form-B prescribed by the Rules. During the year the company was not involved in any manufacturing activities, which require consumption of energy or technology absorption.

#### 11. FOREIGN EXCHANGE EARNINGS & OUTGO - NIL

#### 12. CORPORATE GOVERNANCE

Your Company has followed good corporate governance practices since inception in accordance with the code of Corporate Governance. A separate section on Corporate Governance and a Certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreements with the Stock Exchanges forms part of the Annual Report.

#### 13. HUMAN RESOURCE

The relations with the employees and associates continued to remain cordial throughout the year. The Directors of the Company wish to place on record the appreciation for the excellent team spirit and dedication displayed by the employees of the Company.

#### 14. STATEMENT PURSUANT TO LISTING AGREEMENTS

The Company's securities are presently listed at Delhi Stock Exchange, Bombay Stock Exchange, UP Stock Exchange- Kanpur, Jaipur Stock Exchange, Chennai Stock Exchange and Kolkata Stock Exchange. The Company has not paid Annual Listing Fees for any stock exchange for the FY 2014-2015.

The Management's Discussion and Analysis in compliance with Clause 49 of the Listing Agreements forming part of this Report is attached hereto and forms part of this report.

#### 15. ACKNOWLEDGEMENT

Your Directors thank the Company's bankers/ financial institutions, creditors, stock exchanges, RTA, the shareholders and all other stakeholders for the continued support and co-operation and assistance extended by them to the Company and look forward for their continued support.

**On behalf of the Board of Directors  
For SUDEV INDUSTRIES LIMITED**

Place: New Delhi  
Date: August 14, 2014

**Rajiv Agarwal**  
Director  
DIN: 00929463

**Anupma Agarwal**  
Director  
DIN: 00929428



**CORPORATE GOVERNANCE REPORT**

The current business scenario in Indian corporate sphere looks for continued good Corporate Governance ethics. Corporate Governance focuses on commitment to values adhering to ethical business practices. This includes corporate structures, culture, policies and the manner in which the corporate entity deals with various stakeholders with transparency, being the key word. Accordingly, timely, adequate and accurate disclosure of information on the performance and ownership forms the sound Corporate Governance. This helps the Companies to maintain continued long term relations with all stakeholders.

**1. PHILOSOPHY OF THE COMPANY ON CORPORATE GOVERNANCE**

It has been a constant endeavor on the part of the Company to achieve excellence in Corporate Governance by following the principles of transparency, accountability and integrity in functioning, so as to constantly enhance value for all stakeholders and fulfill the social obligation entrusted upon the corporate sector.

Your Company is in compliance with the requirements stipulated under the Listing Agreement entered into with the Stock Exchange with regard to Corporate Governance.

**2. BOARD OF DIRECTORS**

The constitution of Board aims at ensuring Directors commitment to participate in the affairs of the Company with understanding and competence to deal with business issues.

**Composition of Board of Directors:**

<b>Name of the Directors</b>	<b>Category</b>	<b>Other Directorships in Public Companies</b>	<b>Committee Membership</b>	<b>Committee Chairmanship</b>
Mr. Rajiv Agarwal	Executive Chairman/ Promoter Director	1. Nandanvan Investments Limited 2. Good Healthplan Ltd	Nil	Nil
Mrs. Anupma Agarwal	Executive Promoter Director	None	Nil	Nil
Mr. S K Srivastava	NE/Independent Director	None	Nil	Nil
Mr. Naveen Khatri	NE/Independent Director	None	Nil	Nil

### Meetings of the Board and Attendance thereat:

The Board of Directors of your company met 6 times during the year on May 30, 2013, July 22, 2013, August 14, 2013, August 31, 2013, November 15, 2013 and February 14, 2014. The company did not pass any resolution by postal ballot during the year. The attendance of various directors at the Board Meetings has been as under:

Serial No	Name of the Director	No of Board Meetings attended	Whether attended the last AGM
1.	Mr. Rajiv Agarwal	6	Yes
2.	Mrs. Anupma Agarwal	6	Yes
3.	Mr. S K Srivastava	6	Yes
4.	Mr. Naveen Khatri	6	Yes

### Details of Director(s):

Details of the Director(s) seeking appointment/re-appointment at the Annual General Meeting, pursuant to Clause 49 of the Listing Agreements, have been given along with the Notice of Annual General Meeting.

### 3. CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board members/ senior management of the Company. All Board members and senior management personnel have affirmed compliance with the Code of Conduct as on 31<sup>st</sup> March, 2014. A declaration to that effect, duly signed by the Chairman is annexed and forms a part of this report.

### 4. COMMITTEES OF THE BOARD

The constitution of Committees of the Board aims at ensuring support to the Board regarding the activities assigned to the committees.

#### (i) Audit Committee

In terms of Clause 49 of the Listing Agreements and Section 292A of the Companies Act, 1956, an audit committee has been constituted. Composition of the audit committee and detail of meetings held and attended are as follow:

Sl. No	Name of the Director	Category	No of Committee Meetings held	No. of Committee Meetings attended
1.	Mr. Naveen Khatri	NE Independent Director	4	4
2.	Mr. Rajiv Agarwal	Executive Director	4	4
3.	Mr. S. K. Srivastava	NE Independent Director	4	4

The Chairman of the Audit Committee is Mr. Naveen Khatri, who is a non-executive Independent Director and is proficient in financial accounting knowledge as per clause 49 of the listing agreements.

**Terms of Reference:** The functioning and terms of reference of the Audit Committee are as prescribed under Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreements with the Stock Exchanges and other terms as may be referred by the Board of Directors. The Audit Committee is authorised to supervise, guide and review the accounting and financial statements, the internal control systems, suggest improvements/ changes in financial and accounting policies and practices of the Company, ensuring compliance with accounting standards, compliance with stock exchange and legal requirements concerning financial statements as also recommending appointment and removal of external auditor.

#### **(ii) Remuneration Committee/ Compensation Policy**

Your Directors are neither being paid any remuneration nor sitting fees is being paid to the directors, therefore, your company has not constituted any remuneration committee.

#### **iii) Shareholders/ Investors Grievance Committee:**

In terms of Clause 49 of the Listing Agreements the company has constituted shareholders/ investor grievance committee keeping in view the total number of shareholders, number of shares transfer, and transmission of shares. This Committee addresses all issues and shareholders' complaints. Composition of the shareholders/ investor grievance committee and detail of meetings held and attended are as follow:

<b>Sl. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>No of Committee Meetings held</b>	<b>No. of Committee Meetings attended</b>
1.	Mr. Naveen Khatri	Non-Executive Independent Director	4	4
2.	Mr. Rajiv Agarwal	Executive Director	4	4
3.	Mr. S. K. Srivastava	Non-Executive Independent Director	4	4

The chairman of the shareholders/ investor grievance committee is Mr. Naveen Khatri, who is a non-executive independent director.

Mr. Rajiv Agarwal, the Director is the Compliance Officer of the Company.

The Company has delegated share transfer powers to its Registrar and Share Transfer Agent.

The Committee takes care and looks into investor complaints and also reviews the performance of Registrar to Issue and Share Transfer Agent of the company and suggests the measures for overall improvement.

#### **5. GENERAL BODY MEETINGS**

The last three Annual General Meetings were held as per details below:

Year	Day	Date	Time	Location
2011	Friday	September 30, 2011	10.00 A.M.	Regd. Office
2012	Saturday	September 29, 2012	11.30 A.M	Regd. Office
2013	Monday	September 30, 2013	11.30 A.M.	Regd. Office

No postal ballots were used for voting at these meetings in respect of the resolutions passed therein.

No Extra Ordinary General Meetings (EGM) was held during the financial year 2013-14.

## 6. DISCLOSURES

The Company has complied with the requirements of the stock Exchanges, SEBI and other Statutory Authorities on all matters related to capital markets during the last three years. No penalties have been imposed on the Company by the Stock Exchanges or SEBI during the year.

Disclosure on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large:

None of the transactions with any of the related parties were in conflict with the interest of the Company.

## 7. CEO/CFO CERTIFICATION

The CEO/CFO certificate for the year ended 31st March, 2014 forms part of this report. Similarly, the CEO/CFO also gives quarterly certification on the financial results while placing the quarterly financial results before the Board in terms of the provisions of the listing agreement entered into with stock exchange.

## 8. DEMATERIALISATION OF SHARES

M/s. Beetal Financial & Computer Services Private Limited has been appointed as common agency for undertaking physical transfers and to act as depository Registrar.

## 9. MEANS OF COMMUNICATION

Quarterly Financial Results and Annual Report of the company are sent to the Stock Exchanges as per the requirements of the Listing Agreements. During FY 2013-2014 the quarterly results of the Company were published in leading English newspapers viz. the Pioneer/ Mint, and in regional Hindi newspaper viz. Haribhoomi.

## 12. GENERAL SHAREHOLDERS INFORMATION

### Annual General Meeting

Date and Time: 30<sup>th</sup> September, 2014 at 2.00 P.M.

Venue: A-74/1&2, UPSIDC Area, Sikandrabad (U.P.) - 203205

<b>Financial Year</b>	April 01, 2013 to March 31, 2014
<b>Book Closure</b>	September 24, 2014 to September 30, 2014 (both days inclusive)
<b>Dividend Payment rate</b>	No Dividend
<b>Listing on Stock Exchanges</b>	<ul style="list-style-type: none"> <li>a. Delhi Stock Exchange</li> <li>b. Bombay Stock Exchange, Mumbai</li> <li>c. UP Stock Exchange, Kanpur</li> <li>d. Jaipur Stock Exchange</li> <li>e. Chennai Stock Exchange</li> <li>f. Kolkata Stock Exchange</li> </ul>
<b>Stock Code</b>	<p>BSE: 526530</p> <p>DSE: 119399</p>
<b>Stock Price Data</b>	Trading in equity shares of the company is active on BSE; and trading has not yet started on Delhi Stock Exchange and the shares of the company remained suspended by other Stock Exchanges for trading purposes. The stock rate during the year remained at Rs.10/- on BSE.
<b>Dematerialization</b>	The Company's shares are available for trading in Depository System with NSDL & CDSL vide ISIN INE670C01018.
<b>Registered Office</b>	A-74/1 & 2, UPSIDC Area, Sikandrabad, District Bulandshahar, Uttar Pradesh - 203205
<b>Corporate Offices</b>	BP-77, Pitam Pura, New Delhi-110088
<b>Website</b>	<a href="http://www.sudev.co.in">www.sudev.co.in</a>
<b>E-mail Id</b>	<a href="mailto:info@sudev.co.in">info@sudev.co.in</a>
<b>Registrar &amp; Share Transfer Agents</b>	<p>M/s Beetal Financial &amp; Computer Services Pvt. Ltd.</p> <p>3rd Floor , 99, Madangir,  Behind Local Shopping Centre,  Near Dada Harsukh Dass Mandir,  New Delhi-110062</p> <p>Tel: 91-11-2996 1281-83; Fax: 91-11-2996 1284</p> <p>E-mail: <a href="mailto:beetal@beetalfinancial.com">beetal@beetalfinancial.com</a>;  <a href="mailto:beetalrta@gmail.com">beetalrta@gmail.com</a></p> <p>Website: <a href="http://www.beetalfinancial.com">www.beetalfinancial.com</a></p>
<b>Address for correspondence</b>	Shareholders correspondence should be addressed to our Registrar and Transfer Agent at the above given address.

**Share Transfer System**

The Company has a sound share transfer process. For the purpose of making the share transfer process smooth and speedy the company has appointed M/s. Beetal Financial & Computer Services Pvt. Ltd as its share transfer agent.

**Whistle Blowing Mechanism**

Company has not denied any personal access to the Audit Committee and is always welcoming such efforts of the shareholders or employees. Further the company has laid down a whistle blowing policy recommended by the audit committee for safeguards of the shareholders and employees of the Company.

**Distribution of shareholding as on 31.03.2014:**

Shareholding Pattern as on March 31, 2014

Shares of Rs.10/- each

Category	No. of Shares	Percentage of Shareholding
Promoters	1308100	31.05%
Person acting in concert	0	0%
Corporate Bodies	1968650	46.72%
Indian Public	936550	22.23%
Non Resident Indians	0	0%
<b>Grand Total</b>	<b>4213300</b>	<b>100%</b>

**On behalf of the Board of Directors  
For SUDEV INDUSTRIES LIMITED**

Place: New Delhi  
Date: August 14, 2014

**Rajiv Agarwal**  
**Director**  
**DIN: 00929463**

**MANAGEMENT ANALYSIS & DISCUSSION REPORT**

The Company's operations are still discontinued but efforts are being made to revive the company.

The Company's operations are carried out under single division. The Board is endeavoring to revive the company.

The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business. The control system ensures that:

- All assets are safeguarded and protected against any loss, wastage and unauthorised usage or disposition.
- All transactions are authorised, recorded and reported correctly.
- Accounting records are properly maintained with an adequate internal control system which is properly documented with policy guidelines, authorization and approval procedures.

These internal control systems are subject to review by the Audit Committee and Board of Directors. The Company's statutory auditors, in their report, confirmed the adequacy of internal control procedures by the Company.

Your Company's extensive system of internal control comprises the following features:

- Clearly defined organisational structure.
- Adherence with and monitoring of the internal control system through independent internal auditors reporting directly to the Audit Committee, which reviews the Committee's functioning and findings.

Statements in the Management Discussion and Analysis Report describing the Company's Objectives, projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied.

**On behalf of the Board of Directors  
For SUDEV INDUSTRIES LIMITED**

Place: New Delhi  
Date: August 14, 2014

**Rajiv Agarwal  
Director  
DIN: 00929463**

**DECLARATION BY CHAIRMAN**

I, Rajiv Agarwal, Chairman of Sudev Industries Limited hereby confirm pursuant to clause 49(1)(D) of the listing agreements that:

1. The Board of Directors of the company has laid down a code of conduct for all Board members and senior management of the Company; and
2. All the Board Members and senior management personnel have affirmed their compliance with the said code of conduct for year ended March 31, 2014.

**For SUDEV INDUSTRIES LIMITED**

Place: New Delhi  
Date: August 14, 2014

**Rajiv Agarwal**  
**Director**  
**DIN: 00929463**



**Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification**

To the best of our knowledge and belief we hereby certify that:

- a) We have reviewed the Balance Sheet and Statement of Profit and Loss Account as on 31<sup>st</sup> March, 2014 and all its schedules and notes on accounts, as well as Cash Flow Statements and the Directors Report.
- b) These statements do not contain any materially untrue statement or omit any material fact nor do they contain statements that might be misleading.
- c) These statements together present a true and fair view of the Company and are in compliance with the existing accounting standards and/ or applicable laws/ regulations.
- d) We are responsible for establishing and maintaining internal control and have evaluated the effectiveness of internal control system of the Company.
- e) There is no instance of significant Fraud that involves management or employees having a significant role in the Company's internal control systems.
- f) We have indicated to the Auditors, the Audit Committee and in the notes on accounts, whether or not there were significant changes in internal control and/ or accounting policies during the year.

**On behalf of the Board of Directors  
For SUDEV INDUSTRIES LIMITED**

Place: New Delhi  
Date: August 14, 2014

**Rajiv Agarwal**  
**Director**  
**DIN: 00929463**

**Anupma Agarwal**  
**Director**  
**DIN: 00929428**

**Auditors' Certificate regarding compliance of the conditions of  
Corporate Governance under Clause 49 of the Listing Agreements**

To  
The Members  
Sudev Industries Limited  
Sikandrabad (U.P.)

We have examined the compliance of conditions of Corporate Governance by Sudev Industries Limited ("the Company"), for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreements of the said Company with the stock exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the "Guidance Note on Certification of Corporate Governance (as stipulated in Clause 49 of the Listing Agreements)", issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For and on behalf of  
Gupta Jalan & Associates  
Chartered Accountants**

Place: New Delhi  
Date: August 14, 2014

**Inder Mohan Singh**  
Partner  
Membership No. 87877

**AUDITORS CERTIFICATE ON CASH FLOW**

We have verified the cash flow statement of M/s Sudev Industries Limited for the year ended 31<sup>st</sup> March, 2014. This statement has been compiled by the Company from the Audited financial statements for the year ended 31<sup>st</sup> March, 2014. We found the same in accordance with the requirements of Clause 32 of the Listing Agreements with the stock exchanges.

**For and on behalf of  
Gupta Jalan & Associates  
Chartered Accountants**

Place: New Delhi  
Date: August 14, 2014

**Inder Mohan Singh**  
Partner  
Membership No. 87877

## **Independent Auditor's Opinion**

### **To the Members of M/S SUDEV INDUSTRIES LIMITED**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of **SUDEV INDUSTRIES LIMITED**, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2014; and
- (b) in the case of the Statement of Profit and Loss, of the **Loss** of the Company for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
  - (a) We have 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 Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the Balance Sheet and Statement of Profit and Loss Statement comply with the Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2014 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

### **For Gupta Jalan & Associates**

Chartered Accountant

(FRN: 003721N)

(Inder Mohan Singh)

Partner.

M.No. 087877

**Date: 14/08/2014**

**Place: DELHI.**

## ANNEXURE

### STATEMENT REFERRED TO IN PARAGRAPH ABOVE OF OUR REPORT OF EVEN DATE

1. As informed, by the company does not have any fixed assets and such clause 4(ii)a to 4(ii)c of the companies order 2003(as amended are not applicable.
2. As informed, by the company does not have any Inventory and such clause 4(ii)a to 4(ii)c of the companies order 2003(as amended are not applicable.
3. We are informed that the company has not taken/ granted any loans, secured or unsecured from companies firms or other parties listed in the register maintained under section 301 of the companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of the business for the purchase of inventory and fixed assets and for the sale of goods. In our opinion and according to the information and explanations given to us there is no continuing failure to correct major weaknesses in internal control.
5. As explained to us, there has not been any transaction during the year that needs to be entered in the register maintained under section 301 of the companies Act, 1956 and exceeding the monetary limits during the year in respect of each such party.
6. The company has not accepted any deposits from the public under Section 58A of the Companies Act, 1956.
7. The company has no formal INTERNAL Audit Department as such except the Audit Committee. However its control procedure ensures reasonable internal checking of its financial and other records.
8. As per information the company is not required to maintained cost records as prescribed by the central Government u/s 209(1) (d) of companies Act, 1956.
9. According to the records of the company the dues of Sales Tax, income tax, customs, wealth tax, excise duty less which has not been deposited on account of disputes is pending are as under:-

Name Of the Statute	Name of the dues	Amount (Rs in lacs)	Forum where dispute is pending	Year
Income Tax Act	Tax	182 Lacs	High court of Delhi	2004-05
Income Tax Act	Tax	661408	CIT	2004-05

10. The company has been incurring losses since its commercial production in the year 1996. The assets of the company had however been taken over by U.P.F.C., the financial institution u/s 29 SFC Act, in 1998. The company has however accumulated losses to the tune of Rs.3,48,94,959/- for the financial year 2013-2014 which is more than 50% of its net worth.
11. Since the company has defaulted in payment of dues of U.P.F.C., the financial institution of the company, its assets were taken over by U.P.F.C. u/s 29 of SFC Act in 1998.

\*12. The company has not granted loans and advances on the loss of security by way of pledge of shares debentures and securities.

13. The company is not a chit fund, nidhi, mutual receipt / society therefore the provisions of clause 4(xii) of the Companies (Auditors Report) Order, 2003 are not applicable.

14. In our opinion the company is not dealing or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4 (xii) of the Companies (Auditors Report) Order, 2003 are not applicable to the company.

15. The company has not given any guarantee for loans taken by others from banks or financial institution.

16. Company has NOT raised short term temporary loans to pay one time settlement with UPSC.

17. The company has not raised any funds whether short or long term.

18. The company has not made any preferential allotment of shares during the year.

19. The company has not issued any debentures during the year.

20. The company has not raised any money from the public during the year.

21. According to the information and explanations given to us, no fraud on or by the company has been noticed during the year.

**For Gupta Jalan & Associates  
Chartered Accountants**

**(Inder Mohan Singh)  
Partner  
M. No. 087877**

**SUDEV INDUSTRIES LIMITED**  
**BALANCE SHEET AS AT 31/03/2014**

In Rs. `

Balance Sheet as at	Note	31/03/2014	31/03/2013
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2.1	35007375.00	35007375.00
Reserves and surplus	2.2	(34894959.00)	(34836959.00)
Money received against share warrants		112416.00	170416.00
<b>Non current liabilities</b>			
Long term borrowings			
Deferred tax liabilities (Net)			
Other Long term liabilities			
Long term provisions			
<b>Current liabilities</b>			
Short term borrowings	2.3	3300000.00	3300000.00
Trade payables			
Other current liabilities	2.4	600474.00	442496.00
Short term provisions	2.5	25000.00	25000.00
		3925474.00	3767496.00
<b>TOTAL</b>		<b>4037890.00</b>	<b>3937912.00</b>
<b>ASSETS</b>			
<b>Non current assets</b>			
Fixed assets			
Tangible assets			
Intangible assets			
Capital work in progress			
Intangible assets under development			
Non current investments			
Deferred tax assets (net)			
Long term loans and advances	2.6	3113219.00	3113219.00
Other non current assets			
		3113219.00	3113219.00
<b>Current assets</b>			
Current investments			
Inventories			
Trade receivables	2.7	250000.00	
Cash and cash equivalents	2.8	13263.00	163285.00
Short term loans and advances			
Other current assets	2.9	661408.00	661408.00
		924671.00	824693.00
<b>TOTAL</b>		<b>4037890.00</b>	<b>3937912.00</b>

In terms of our attached report of even date  
For GUPTA JALAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

For SUDEV INDUSTRIES LIMITED

INDERMOHAN SINGH

RAJIV AGARWAL  
(DIRECTOR)

ANUPMA AGARWAL  
(DIRECTOR)



(PARTNER)  
M. NO. : 087877  
FRN NO:003721N

Date – 14/08/2014  
Place – New Delhi

**SUDEV INDUSTRIES LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2014**

In Rs. `

Statement of Profit and Loss for the	Note	31/03/2014	31/03/2013
Revenue from operations	3.0	275000.00	0.00
<b>Total Revenue</b>		<b>275000.00</b>	<b>0.00</b>
<b>Expenses</b>			
Employee benefits expense	3.1	132000.00	168000.00
Other expenses	3.2	201000.00	219000.00
<b>Total expenses</b>		<b>333000.00</b>	<b>387000.00</b>
Profit before tax		(58000.00)	(387000.00)
Current tax		0.00	0.00
Deferred tax		0.00	0.00
Profit (Loss) for the period from continuing operations		(58000.00)	(387000.00)
Tax expense of discontinuing operations		0.00	0.00
Profit/(loss) from Discontinuing operations (after tax)		0.00	0.00
Profit (Loss) for the period		(58000.00)	(387000.00)
Basic		0.00	0.00
Diluted		0.00	0.00

In terms of our attached report of even date  
For GUPTA JALAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

For SUDEV INDUSTRIES LIMITED

INDERMOHAN SINGH  
(PARTNER)  
M. NO. : 087877  
FRN NO:003721N

RAJIV AGARWAL  
(DIRECTOR)

ANUPMA AGARWAL  
(DIRECTOR)

Date – 14/08/2014  
Place – New Delhi

**SUDEV INDUSTRIES LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014**

<b>CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>Current Year</b>	<b>Prev Year</b>
Net Profit/(Loss) before tax	(58,000.00)	(387,000.00)
Profit on Sale Of Land	-	-
Loss on Building	-	-
Loss on Sale of Plant	-	-
Bad debts written off	-	-
	<hr/>	<hr/>
Operating Profit/ (Loss) before working capital changes	(58,000.00)	(387,000.00)
Adjustment for		
Trade & Other Receivables	(250,000.00)	
Inventories		
Trade & Other Payables		
Increase in Current Assets		
Increase in current Liabilities	157,978.00	6,000.00
	<hr/>	<hr/>
Cash generated from operations	(150,022.00)	(381,000.00)
	<hr/>	<hr/>
Net Cash from operating activities	(150,022.00)	(381,000.00)
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets/ Capital Expenditure	-	-
Sale of Fixed Assets	-	-
Net Cash used in Investing Activities	-	-
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
repayment of Loans	-	-
Increase in short term borrowings	-	-
Net Cash used in/ from Financing Activities	-	-
	<hr/>	<hr/>
Total	(150,022.00)	(381,000.00)
<b>Net increase/decrease in cash and cash equivalent</b>		
Opening balance of cash and cash equivalent	163,284.98	544,284.98
Closing balance of cash and cash equivalent	13,262.98	163,284.98

**As per our report of even date**

**For GUPTA JALAN & ASSOCIATES**

**Chartered Accountants**

**For SUDEV INDUSTRIES LIMITED**

**Inder Mohan Singh**

**Partner**

**Place : New Delhi**

**14.08.2014**

**Rajiv Agarwal**

**Director**

**Anupma Agarwal**

**Director**

## Significant Accounting Policies and Notes to the Accounts

### 1. Significant Accounting Policies

#### 1.1 Basis for preparation of Financial Statements

The financial statements have been prepared under the historical cost convention on the accrual basis of accounting, and are in accordance with the applicable requirements of the Companies Act, 2013 & accounting standards.

#### 1.2 Revenue recognition

The Company recognizes revenue on accrual basis in accordance with Accounting Standard 9.

#### 1.3 Expenditure

Expenses are accounted for on accrual basis and provisions are made for all known losses and liabilities.

#### 1.4 Fixed assets/Depreciation & Amortization

Fixed assets are stated at cost less accumulated depreciation and impairment loss, if any costs include all expenses incurred to bring the assets to its present location and condition for its intended use.

Depreciation on other tangible fixed assets is provided at the written down value method at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956.

Depreciation on addition to fixed assets is provided on pro-rata basis from the date the assets are ready to use. Depreciation on sale/deduction from fixed assets is provided for upto the date of sale, deduction, discardment as the case may be.

#### 1.5 Investments

Long term Investments are stated at cost, less provision for other than temporary diminution in value.

Short term investments are carried at lower of cost and fair value, computed category-wise.

#### 1.6 Foreign Exchange Transactions

Foreign exchange transactions are recorded at the exchange rates prevailing at the date of transaction. Exchange differences arising on these settlement of monetary items or on restatement of the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, other than those relating to fixed assets are recognized as income or as expenses in the year in which they arise.

#### 1.7 Miscellaneous Expenditure

Miscellaneous expenditure is written off in the profit and loss account in the year of incurrence or commencement of business whichever is later.

#### 1.8 Borrowing Cost

Borrowing costs are determined in accordance with the provisions of AS 16. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

#### 1.9 Provision for Tax

Tax expense for the year comprises current and deferred is included in determining the net profit for the year. Provision for current tax is based on the tax liabilities computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax expense or benefit is recognized on timing difference between accounting and taxable income that originates in one year and is capable of reversal in one or more subsequent period. Deferred tax assets and liabilities are measured using the tax rates and laws that have been substantively enacted by the balance sheet date.

#### 1.10 Provision, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

#### 1.11 Payment to auditor

Particulars	March 31, 2014	March31, 2013
Audit & Taxation fees	6000/-	6000/-

\*1.14 The Current Assets, Loans & Advances has value equal to the amount at which they are stated and provisions for known liabilities have been made.

1.15 Notes are integral part of the Balance Sheet and Profit & Loss Account.

1.16 The company does not have any suppliers under the Micro, Small & Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amount unpaid as at the year end together with interest paid/payable as required under the said Act have not been

1.17 All known liabilities have been provided for on the basis of available information.

1.18 Foreign exchange: There is no foreign exchange expenditures of the company.

1.19 Estimated amount of contracts remaining to be executed capital accounts is NIL.

1.20 Earning in Foreign Currency is NIL.

**NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2014****2.1 Share Capital**

In `

Particular	31/03/2014	31/03/2013
<b>Authorised</b>		
500000(500000) Equity Shares normal of ` 10/ Par Value	5000000.00	5000000.00
	<b>5000000.00</b>	<b>5000000.00</b>
<b>Issued</b>		
4213300(4213300) Equity Shares normal of ` 10/ Par Value	42133000.00	42133000.00
	<b>42133000.00</b>	<b>42133000.00</b>
<b>Subscribed</b>		
4213300(4213300) Equity Shares normal of ` 10/ Par Value	42133000.00	42133000.00
	<b>42133000.00</b>	<b>42133000.00</b>
<b>Paidup</b>		
4213300 (4213300) Equity Shares normal of ` 10/ Par Value Fully Paidup	42133000.00	42133000.00
	<b>42133000.00</b>	<b>42133000.00</b>
<b>Less :</b>		
Calls In Arrear By Others	7125625.00	7125625.00
	<b>35007375.00</b>	<b>35007375.00</b>

**Holding More Than 5%**

Particular	31/03/2014	% Held	31/03/2013	% Held
RAJIV AGGARWAL	253500	6.02	253500	6.02
SUDEV EXPORTS LIMITED	454000	10.78	454000	10.78
SUDEV FINANCIAL CONSULTANCY	372500	8.84	372500	8.84
VINAM DISTRIBUTORS PRIVATE LIMITED	340300	8.08	340300	8.08

**2.2 Reserve and Surplus**

In `

Particular	31/03/2014	31/03/2013
Profit and Loss Opening	(34836959.00)	(34449959.00)
Amount Transferred From Statement of P&L	(58000.00)	(387000.00)
	<b>(34894959.00)</b>	<b>(34836959.00)</b>
	<b>(34894959.00)</b>	<b>(34836959.00)</b>

**2.3 Short Term Borrowings**

In `

Particular	31/03/2014	31/03/2013
Loans repayable on demand		
Others		
Unsecured short term loan	3300000.00	3300000.00
	<b>3300000.00</b>	<b>3300000.00</b>

**2.4 Other Current Liabilities**

In `

Particular	31/03/2014	31/03/2013
Current maturities of long term debt		
Other payables		
Other Current Liabilities		

AUDIT FEES PAYABLE	99408.00	93408.00
CREDITORS	115000.00	115000.00
DUE TO DIRECTOR	386066.00	234088.00
	<b>600474.00</b>	<b>442496.00</b>

## 2.5 Short Term Provisions

In `

Particular	31/03/2014	31/03/2013
Employee Benefits		
Gratuity	25000.00	25000.00
	<b>25000.00</b>	<b>25000.00</b>

## 2.6 Long term loans and advances

In `

Particular	31/03/2014	31/03/2013
Loans and advances to others		
Unsecured,		
LOANS & ADVANCES	3113219.00	3113219.00
	<b>3113219.00</b>	<b>3113219.00</b>

## 2.7 Trade receivables

In `

Particular	31/03/2014	31/03/2013
Trade Receivable		
Secured, considered good		
Within Six Months		
TRADE RECEIVABLES	250000.00	0.00
	<b>250000.00</b>	<b>0.00</b>

## 2.8 Cash and cash equivalents

In `

Particular	31/03/2014	31/03/2013
Cash in Hand	13263.00	163285.00
	<b>13263.00</b>	<b>163285.00</b>

## 2.9 Other current assets

In `

Particular	31/03/2014	31/03/2013
INCOME TAX	661408.00	661408.00
	<b>661408.00</b>	<b>661408.00</b>

## 3.0 Revenue from operations

In `

Particular	31/03/2014	31/03/2013
Sale of Services		
Other INCOME	275000.00	0.00
	<b>275000.00</b>	<b>0.00</b>

### 3.1 Employee benefits expense

In `

Particular	31/03/2014	31/03/2013
Salary, Wages & Bonus		
SALARY	132000.00	168000.00
	<b>132000.00</b>	<b>168000.00</b>

### 3.2 Other expenses

In `

Particular	31/03/2014	31/03/2013
Administrative and General Expenses		
Telephone Postage		
Telephone Expenses	13962.00	12325.00
Printing Stationery		
Printing	1365.00	2815.00
Stationary	2690.00	4518.00
Auditors Remuneration		
Audit Fees	6000.00	6000.00
Repairs Maintenance Expenses		
Others	18365.00	12224.00
Travelling Conveyance		
CONVEYANCE	29968.00	28682.00
Custodial Fees		
CUSTODIAL FEES	29000.00	13000.00
Registration and Filing Fees		
Listing FEES	25000.00	23000.00
Other Administrative and General Expenses		
OFFICE EXPENSES	36650.00	82200.00
Selling Distribution Expenses		
Advertising Promotional Expenses		
ADVERTISEMENT EXP	38000.00	26000.00
Other Expenses		
MISC EXP	0.00	8236.00
	<b>201000.00</b>	<b>219000.00</b>

In terms of our attached report of even date  
For GUPTA JALAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

For SUDEV INDUSTRIES LIMITED

INDERMOHAN SINGH  
(PARTNER)  
M. NO. : 087877  
FRN NO:003721N

RAJIV AGARWAL  
(DIRECTOR)

ANUPMA AGARWAL  
(DIRECTOR)

Date – 14/08/2014  
Place – New Delhi



# SUDEV INDUSTRIES LIMITED

Regd Office: A.74/1&2 UPSIDC Industrial Area, Sikandrabad, Bulanshahar, (UP)- 203205

CIN: L25201UP1992PLC018150

Tel No: 011-9871855155, Email: info@sudev.co.in

Corp Office: BP-77, Pitampura, New Delhi- 110088

Folio No./DP ID/Client ID No.	
No. of Shares Held	

## ATTENDANCE SLIP

I/We record my/our presence at the Twenty First Annual General Meeting to be held on Tuesday, September 30, 2014 at 02.00 PM at A.74/1&2 UPSIDC Industrial Area, Sikandrabad, Bulanshahar, (UP) - 203205

Name Of The Shareholder / Proxy (in Block Letters)	
Signature Of The Shareholder / Proxy	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

## Form No. MGT-11 Proxy form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN	L25201UP1992PLC018150		
Name of the company	Sudev Industries Limited		
Registered office	A.74/1&2 UPSIDC Industrial Area, Sikandrabad, Bulanshahar, (UP)- 203205		
Name of the member (s)			
Registered address			
E-mail Id			
Folio No/ Client Id		DP ID	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

Name	
Address	
E-mail Id	
Signature	

**OR FAILING HIM**

Name	
Address	
E-mail Id	
Signature	

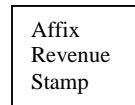
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty First Annual General Meeting to be held on Tuesday, September 30, 2014 at 02.00 PM at A.74/1&2 UPSIDC Industrial Area, Sikandrabad, Bulanshahar, (UP) - 203205 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res No.	RESOLUTIONS	For	Against
1	Adoption of Financial Statements for the year ended 31st March, 2014		
2	Re-appointment of Mr. Rajiv Agarwal who retires by rotation		
3	Appointment of M/s. Mahindra Taneja & Associates, Chartered Accountants, as Statutory Auditors & fixing their remuneration		

Signed this..... day of..... 2014

Signature of Shareholder: .....

Signature of Proxy holder(s): .....



**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**