

November 11, 2021

To,  
**The Manager - CRD,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
2<sup>nd</sup> Floor, Dalal Street, Fort,  
Mumbai - 400 001  
**Scrip Code: 540081**

Dear Sir(s),

**Sub: Outcome of Board Meeting held today i.e. Thursday, November 11, 2021**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at their Meeting held today i.e. Thursday, November 11, 2021, *inter alia* considered and approved the following matters:

**1. Un-audited Financial Results of the Company for the quarter and half year ended September 30, 2021.**

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

- a. Un-audited Financial Results for the quarter and half year ended September 30, 2021;
  - b. Statement of Assets and Liabilities as at September 30, 2021;
  - c. Cash Flow statement for the half year ended September 30, 2021; and
  - d. Limited Review Report on the said un-audited financial results received from the Statutory Auditors of the Company.
2. The Board of Directors, upon recommendation of the Nomination & Remuneration Committee has re-appointed Mr. Kailasnath Adhikari (DIN: 07009389) (whose current term expires on February 09, 2022) as the Managing Director of the Company for a further period of 05 (Five) consecutive years w.e.f. February 10, 2022 to February 09, 2027, subject to approval of the members of the Company. Mr. Kailasnath Adhikari is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, as amended from time to time, the profile of Mr. Kailasnath Adhikari is enclosed herewith as Annexure 1.

The meeting of the Board of Directors commenced at 1:10 p.m. and concluded at 1:35 p.m.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

**For SAB Events & Governance Now Media Limited**

**Swity Gada**  
**Company Secretary & Compliance Officer**  
**ACS No.: 59482**

Encl.: A/a

**Annexure 1**

Name of Director	Mr. Kailasnath Adhikari (DIN: 07009389)
Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	The tenure of Mr. Kailasnath Adhikari as the Managing Director will expire at the close of business hours on February 9, 2022. The Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee at its meeting held on November 11, 2021, approved the re-appointment of Mr. Kailasnath Adhikari as a Managing Director of the Company for a further period of 5 (Five) years w.e.f. February 10, 2022 to February 09, 2027. This re-appointment is subject to approval of members of the Company.
Date of appointment/ <del>cessation</del> (as applicable)	Re-appointment with effect from February 10, 2022.
Term of appointment	Executive Director, liable to retire by rotation. Re-appointment for further period of 5 (Five) years commencing from February 10, 2022 to February 09, 2027.
Brief Profile	Mr. Kailashnath Adhikari is a double post-graduate in accounting from the London School of Economics (LSE) and an ex-Govt. of India official having experience of working with the erstwhile Planning Commission of India. He is presently looking after and managing the business of the Company and is responsible for creating new verticals for the publication business namely Digital vertical and Capacity Building Seminars.
Disclosure of relationship between Directors	Son of Mr. Markand Adhikari, Chairman & Director of the Company

Registered Office:

7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: 022 - 40230711 | Fax: 022 - 26395459

Website: [www.governancenow.com](http://www.governancenow.com)

CIN: L22222MH2014PLC254848



**Independent Auditor's Review Report on Quarterly Unaudited Financial Results and Year to Date Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Review Report to  
**The Board of Directors**  
**SAB Events and Governance Now Media Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of **SAB Events and Governance Now Media Limited** ('the Company') for the quarter and half year ended 30<sup>th</sup> September, 2021 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/CMD1/44/2019 dated 29<sup>th</sup> March, 2019. This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

**3. Basis of Qualified Opinion**

The Company had acquired its publication and MICE business in FY 2015-16 as per the scheme of arrangement and during such acquisition the company has recognised goodwill amounting to Rs.788.69 Lakhs as Goodwill on demerger. The carrying value of Goodwill as on 30<sup>th</sup> September, 2021 is Rs. 338.40 Lakhs. However, the Company has not been able to generate sufficient income since last five years and has incurred losses of Rs. 52.29 Lakhs for the half ended 30<sup>th</sup> September, 2021 and Rs.151.99 Lakhs during the year ended on 31<sup>st</sup> March, 2021. Also considering the further impact on the business of the company due to COVID 19 restrictions imposed by the Government and discontinuance of publication of its magazine 'Governance Now', in our view this facts indicates that there is impairment in the value of Goodwill. Since the Company has not carried out impairment testing on goodwill and in the absence of working for impairment we are unable to quantify the amount of impairment provision required and its possible effects on the financial statements.

4. Based on our review conducted as above and except for the possible effect of our observation reported in para 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



503 - 504, K.L. Accolade,  
6th Road, Near Dena Bank, R. K. Hospital Lane.  
Santacruz (East), Mumbai-400055.  
Tel.: 26102465, 26116901, 26101228  
Email : ars@arsco.in

## 5. Material Uncertainty related to Going Concern

We draw attention to Note 4 & 6 to financial results, due to the outbreak of the COVID-19 pandemic, the ground events business operations of the company have come to halt and the company doesn't foresee ground events picking up in the near future and the fact that company's current liability are 2.27 times of current assets and exceeds by Rs.181.50 Lakhs, these indicates material uncertainty with respect to company's ability to continue as going concern in the event company's plan of remodelling the event vertical into webinars and growing the digital portal does not achieve the desired cash flows and profitability. These events and conditions indicate that a material certainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

For A.R. Sodha & Co.  
Chartered Accountants  
FRN 110324W

*D.R. Sangoi*

Dipesh R. Sangoi  
Partner

M No. 124295

Place: Mumbai

Date: 11<sup>th</sup> November, 2021

UDIN: 21124295AAAAIP6256 .





# SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED

CIN :L22222MH2014PLC254848

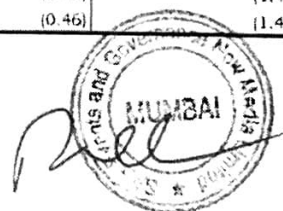
Regd. Office : 7th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (w), Mumbai 400 053.

Tel : 022-4023 0673/022-40230000, Fax : 022-26395459 Email : [cs@governancenow.com](mailto:cs@governancenow.com) Website: [www.governancenow.com](http://www.governancenow.com)

## STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTH ENDED 30TH SEPTEMBER 2021.

(Rs. in Lakhs except earning per share)

Sr. No.	Particulars	For Quarter Ended			Six Month Ended		For the Year Ended
		30-Sep-21 (Unaudited)	30-Jun-21 (Unaudited)	30-Sep-20 (Unaudited)	30-Sep-21 (Unaudited)	30-Sep-20 (Unaudited)	31-Mar-21 (Audited)
1	<b>Income</b>						
	(a) Income from operations	35.93	39.62	52.33	75.55	88.45	141.88
	(b) Other Income	1.47	2.28	-	3.75	0.34	1.80
	<b>Total Income (a+b)</b>	<b>37.40</b>	<b>41.90</b>	<b>52.33</b>	<b>79.29</b>	<b>88.79</b>	<b>143.69</b>
2	<b>Expenditure</b>						
a.	Direct Expenses	2.45	0.90	1.31	3.35	3.10	6.78
b.	Changes in inventories of Finished Goods and Work-in-progress	-	-	-	-	-	-
c.	Employee Benefit Expenses	17.78	18.22	15.93	36.00	31.58	69.60
d.	Finance Cost	7.04	6.78	1.82	13.82	3.62	15.53
e.	Depreciation & Amortization Expenses	20.67	20.44	20.80	41.11	41.30	82.67
f.	<b>Other Expenses</b>						
	(i) Other Expenses	23.09	14.21	13.22	37.30	29.90	92.17
	<b>Total Expenditure (a+b+c+d+e+f)</b>	<b>71.03</b>	<b>60.56</b>	<b>53.08</b>	<b>131.59</b>	<b>109.49</b>	<b>266.74</b>
3	<b>Profit/(Loss) before Exceptional Items &amp; Tax (1-2)</b>	<b>(33.63)</b>	<b>(18.67)</b>	<b>(0.75)</b>	<b>(52.30)</b>	<b>(20.70)</b>	<b>(123.06)</b>
4	<b>Exceptional Items</b>						
	Prior Period expense	-	-	27.46	-	27.46	27.46
5	<b>Profit/(Loss) before Tax (3-4)</b>	<b>(33.63)</b>	<b>(18.67)</b>	<b>(28.21)</b>	<b>(52.30)</b>	<b>(48.17)</b>	<b>(150.52)</b>
6	<b>Tax Expenses</b>						
	i) Income Tax	-	-	-	-	-	1.76
	ii) Short / Excess income tax of previous years	-	-	-	-	-	1.76
	iii) MAT Credit Entitlement	-	-	-	-	-	-
	iv) Deferred Tax	-	-	-	-	-	-
7	<b>Net Profit/(Loss) after tax (5-6)</b>	<b>(33.63)</b>	<b>(18.67)</b>	<b>(28.21)</b>	<b>(52.30)</b>	<b>(48.17)</b>	<b>(152.28)</b>
8	<b>Other Comprehensive Incomes</b>						
	<b>Items that will not be reclassified to profit or loss (net of tax) :</b>						
	a) Changes in fair value of Equity instruments	-	-	-	-	-	-
	b) Remeasurement of Employee benefits obligations	-	-	-	-	-	0.29
	Other Comprehensive Income Items that will be reclassified to Profit or loss	-	-	-	-	-	-
9	<b>Total Comprehensive Income (7+8)</b>	<b>(33.63)</b>	<b>(18.67)</b>	<b>(28.21)</b>	<b>(52.30)</b>	<b>(48.17)</b>	<b>(151.99)</b>
10	Paid up Equity Share Capital (Face Value Rs. 10/-)	1,048.37	1,048.37	1,048.37	1,048.37	1,048.37	1,048.37
11	Other Equity	0	-	-	(904.90)	(748.78)	(852.60)
12	<b>Earning Per Share (EPS)</b>						
	Basic	(0.32)	(0.18)	(0.27)	(0.50)	(0.46)	(1.45)
	Diluted	(0.32)	(0.18)	(0.27)	(0.50)	(0.46)	(1.45)





## SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED

CIN :L22222MH2014PLC254848

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### STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTH ENDED 30TH SEPTEMBER 2021.

(Rs. in Lakhs except earning per share)

#### Notes:

- 1 The above Unaudited Financial Results of the Company have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on Thursday, November 11, 2021. The Statutory Auditors have carried out the limited review of these Unaudited Financial Results for the quarter and half year ended September 30, 2021 and the same are made available on website of the company [www.governancenow.com](http://www.governancenow.com) and website of BSE Limited [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited on [www.nseindia.com](http://www.nseindia.com) where shares of the Company are listed.
- 2 The Unaudited Financial Results for the quarter and half year ended September 30, 2021, have been prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standards (Ind AS) 34 - Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder.
- 3 The Company is operating in a single segment viz. Digital Media Websites & MICE. Hence, the results are reported on a single segment basis.
- 4 Due to the outbreak of COVID-19 pandemic, the ground events business operations of the company have come to halt and the company doesn't foresee ground events picking up in the near future. But having said that it doesn't deter the company's operations as the company has remodelled its event vertical into doing live webinars.
- 5 The Company has assessed the potential impact of Covid-19 on the carrying value of property, plant & equipment, intangible assets, trade receivables, and other current assets appearing in the financial statements of the Company. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions because of this pandemic, the Company as at the date of approval of the financial results has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.
- 6 Present economic condition and the fact that company's current liability are 2.27 times of current assets indicates material uncertainty with respect to company's ability to continue as going concern, if the company's plan of remodelling the event vertical into webinars and growing the digital portal does not achieve the desired cash flows and profitability.
- 7 The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the third quarter of the current financial year.
- 8 Previous period/ year's figures have been reclassified / regrouped wherever necessary to confirm with the current accounting treatment.

By Order of the Board of Directors

For SAB Events & Governance Now Media Ltd.

Markand Adhikari

Chairman

DIN:00032018

Place : Mumbai

Date: 11th November, 2021







# SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED

CIN :L22222MH2014PLC254848

Regd. Office : 7th Floor,Adhikari Chambers,Obero Complex,New Link Road,Andheri (w),Mumbai 400 053.

Tel. : 022-26246701, Fax : 022-26235134 Email : cs@governancenow.com Website:www.governancenow.com

## STATEMENT OF UN-AUDITED STANDALONE ASSETS AND LIABILITIES STATEMENT AS AT 30TH SEPT,2021.

(Rs. in Lakhs)

SR.NO	Particulars	Standalone	
		As on 30-09-2021 Un-Audited	As on 31-03-2021 Audited
	<b>ASSETS</b>		
1	<b>Non-current assets</b>		
a	Property, plant and equipment	9.13	10.70
b	Goodwill on demerger	338.40	377.95
c	Other Intangible Assets	-	-
	<b>Financial assets</b>		
a	Loans & Advances	2.00	2.00
b	other non-current financial assets	3.15	3.15
c	Deferred tax assets (net)	-	-
	<b>Total Non Current Assets</b>	<b>352.68</b>	<b>393.79</b>
2	<b>Current assets</b>		
	<b>Current Financial Asset</b>		
a	Trade receivables	27.30	8.21
b	Cash and cash equivalents	2.48	2.47
c	Bank Balance other than above	100.00	100.00
d	Loans & Advances	7.45	1.58
e	other current assets	5.75	13.85
	<b>Total current assets</b>	<b>142.97</b>	<b>126.11</b>
	<b>TOTAL ASSETS</b>	<b>495.65</b>	<b>519.89</b>
	<b>Equity &amp; Liabilities</b>		
1	<b>Equity attributable to owners of parent</b>		
a	Equity share capital	1,048.37	1,048.37
b	Other equity	(904.90)	(852.60)
	<b>Total equity</b>	<b>143.47</b>	<b>195.77</b>
2	<b>Liabilities</b>		
	<b>Financial liabilities</b>		
a	Loans	1.00	1.00
b	Provisions	26.71	23.39
c	Deferred tax liabilities (net)	-	-
	<b>Total non current liabilities</b>	<b>27.71</b>	<b>24.39</b>
3	<b>Current liabilities</b>		
	<b>Financial liabilities</b>		
a	Loans	236.50	226.50
b	Trade payables	60.23	53.87
c	Other current liabilities	26.99	18.07
d	Provisions	0.75	1.30
	<b>Total Current Liabilities</b>	<b>324.47</b>	<b>299.74</b>
	<b>TOTAL LIABILITIES</b>	<b>352.18</b>	<b>324.13</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>495.65</b>	<b>519.89</b>

By Order of the Board of Directors  
For SAB Events & Governance Now Media Ltd

  
Markand Adhikari  
Chairman

DIN: 00032016



Place : Mumbai

Date : 11th November,2021





# SAB EVENTS & GOVERNANCE NOW MEDIA LIMITED

CASH FLOW STATEMENT FOR THE PERIOD ENDED 30TH SEPTEMBER 2021

Rs. in Lakhs

PARTICULARS	For the period ended 30.09.2021	For the Year ended 31.03.2021
<b>A Cash Flow from Operating Activities:</b>		
Net Profit before Tax as per Statement of Profit and Loss	(52.30)	(123.06)
<b>Adjustment for:</b>		
Depreciation and Amortisation	41.11	82.67
Assets Written off		-
Loss on sale of fixed assets		(27.46)
Prior Period Expenses paid	-	15.53
Finance Cost	13.82	(52.32)
Operating Profit before Working Capital changes	2.64	
<b>Adjustment for change in working capital:</b>		
(Increase) / Decrease in Trade Receivables	(19.09)	17.55
(Increase) / Decrease in Advances & Other Current Assets	2.24	2.84
Increase / (Decrease) in Non Current and Current Liabilities and Provisions	18.05	45.96
Cash generated from Operations	3.84	14.03
Direct Taxes (Paid)/Refund	-	(1.76)
<b>Net Cash generated from in Operating Activities</b>	<u>3.84</u>	<u>12.27</u>
<b>B Cash Flow from Investing Activities:</b>		
Addition to Fixed Assets	-	(0.60)
(Increase)/Decrease in Other Bank Balances	-	(100.00)
<b>Net Cash used in Investing Activities</b>	<u>-</u>	<u>(101)</u>
<b>C Cash Flow from Financing Activities:</b>		
Increase/(decrease) in Short Term Borrowing	10.00	99.15
Finance Cost paid	(13.82)	(15.53)
<b>Net Cash generated from Financing Activities</b>	<u>(3.82)</u>	<u>83.62</u>
<b>Net increase in Cash and Cash equivalents</b>	0.02	(4.71)
Opening balance of Cash and Cash equivalents	2.47	7.18
<b>Closing balance of Cash and Cash equivalents</b>	<u>2.48</u>	<u>2.47</u>

By Order of the Board of Directors  
For SAB Events & Governance Now Media Ltd

  
  
**Markand Adhikari**  
 Chairman  
 DIN: 00032016

Place : Mumbai  
Date : 11th November, 2021

