

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017
(CIN: L74110DL1995PLC069787), E mail: saicapitallimited@hotmail.com / cs@saicapital.co.in, Ph: 011-40234681
Website: www.saicapital.co.in

February 14, 2022

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code: 531931

Subject: Outcome of Board Meeting under Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the SEBI Listing Regulations”)

Dear Sirs,

In continuation to our letters dated 20th December, 2021 and 4th February, 2022, this is to inform you that pursuant to the applicable provisions of the SEBI Listing Regulations, the Board of Directors of Sai Capital Limited (the “Company”) at their Meeting held today i.e., 14th February, 2022, inter alia, considered and approved the Un-Audited Standalone and Consolidated Financial Results of the Company for the Quarter and Nine Months ended 31st December, 2021.

The aforesaid Financial Results together with the Limited Review Reports issued by the Statutory Auditors, M/s. Aditya Agarwal & Associates are enclosed herewith as Annexure 1.

The Board was informed that pursuant to the approval of the alteration in the ‘Objects’ contained in the Memorandum of Association of the Company, by the Shareholders of the Company at the 26th Annual General Meeting held on December 27, 2021, the Registrar of Companies, Delhi has issued a new Corporate Identification Number (CIN) i.e, L74110DL1995PLC069787 to the Company. The Board noted the same.

The Board was informed that the Stock Exchange had levied a Fine on November 22, 2021 on the Company on account of certain discrepancies noticed in the Corporate Governance Report submitted by the Company for the Quarter ended September 30, 2021. The Board was further informed that since the Report submitted by the Company was in order, it was apparent that the error crept-in due to some unknown technical issue during the process of uploading of the Report on the Stock Exchange Portal. Upon suitable clarification being provided by the Company, the Exchange has been pleased to waive the entire Fine. The Board noted the waiver of Fine with satisfaction and appreciated the understanding shown by the Stock Exchange in the matter.

The Board took on record the revised declarations obtained from all the Independent Directors in pursuance to SEBI notification dated August 03, 2021 notifying the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2021, that mandate major changes in the regulatory framework applicable to Independent Directors of listed entities. The Board noted that both the Independent Directors fully meet the criterion laid out by SEBI for functioning as Independent Directors of a listed entity.

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The meeting commenced at 15:00 hrs., and concluded at 16:30 hrs.

The Financial Results will be published in Newspapers in terms of Regulation 47 of SEBI Listing Regulations.

Please take the above information on record.

Thanking You,

Yours faithfully,
For **Sai Capital Limited**,

Dr. Niraj Kumar Singh
Chairman and Managing Director

Encl: As above

Independent Auditor's Review Report on review of Standalone Unaudited Financial Results for the quarter ended 31st December, 2021 and year to date from 1st April, 2021 to 31st December, 2021 financial results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 (as amended)

**To
The Board of Directors,
Sai Capital Limited
New Delhi**

- We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of M/s Sai Capital Limited ("The Company") for the quarter ended 31st December, 2021 and nine months ended from 1st April, 2021 to 31st December, 2021 ("The statements") attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI "(Listing Obligations and Disclosure Requirements)" Regulations, 2015 as amended.
- This statement which is the responsibility of the Company' Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
- We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consist of making inquiries, primarily of Company's persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified u/s 143 (10) of the companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.
- Based on our review conducted and procedures performed , nothing has come to our attention that causes us to believe that the accompanying Standalone Unaudited Financial results prepared in accordance with aforesaid Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

- We draw attention to note 6(b) of the Statement, which describes the undetermined circumstances relating to COVID-19 pandemic and its implications on the management's assessment of the Company's ability to generate sufficient cash flows to meet its financial obligations in the foreseeable future under such undetermined circumstances.

Our Conclusion on the statement is not modified in respect of this matter.

Place: New Delhi
Date: 14 / 02 / 2022

For Aditya Agarwal & Associates
Chartered Accountants
FRN: 004568C



Micky Bhatia
(Partner)
M. No-.438412
UDIN: 22438412ACBOSY3658

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Statement of Unaudited Standalone Financial Results for the Quarter and Nine Months ended 31st December, 2021

(Amount in Lacs.)

Sr. No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31.12.2021	30.09.2021	31.12.2020	31.12.2021	31.12.2020	31.03.2021
		(Un Audited)	(Un Audited)	(Un Audited)	(Un Audited)	(Un Audited)	(Audited)
	INCOME						
I	Revenue from operations	0.00	0.00	51.50	0.00	51.50	51.50
II	Other income	1.60	0.00	0.00	1.60	0.27	0.32
III	Total Income	1.60	0.00	51.50	1.60	51.77	51.82
	IV EXPENSES						
	Cost of material consumed	0.00	0.00	0.00	0.00	0.00	0.00
	Purchase of stock in trade	0.00	0.00	0.00	0.00	0.00	0.00
	Change in inventories of finished goods, stock in trade and work in progress	0.00	0.00	0.00	0.00	0.00	0.00
	Employee benefits expenses	3.88	3.89	3.88	11.64	11.63	15.50
	Finance costs	4.35	4.12	4.55	12.36	12.63	16.43
	Depreciation and amortisation expenses	0.00	0.00	0.00	0.00	0.00	0.00
	Other expenses	4.44	4.74	4.35	12.34	17.24	23.73
	Total expenses	12.67	12.75	12.78	36.35	41.49	55.66
V	Profit/ (Loss) before exceptional items, share of profit/ (loss) of investments for using equity method and tax	(11.07)	(12.75)	38.72	(34.75)	10.28	(3.84)
VI	Share of net profit/ (loss) of investments accounted for using equity method	0.00	0.00	0.00	0.00	0.00	0.00
VII	Profit/ (Loss) before exceptional items and tax	(11.07)	(12.75)	38.72	(34.75)	10.28	(3.84)
VIII	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
IX	Profit before tax	(11.07)	(12.75)	38.72	(34.75)	10.28	(3.84)
X	Tax expenses						
	Current tax	0.00	0.00	0.00	0.00	0.00	0.00
	Deferred tax	0.00	0.00	0.00	0.00	0.00	0.00
	Tax in relation to Earlier Year	0.00	0.00	0.00	0.00	0.00	0.00
XI	Profit for the period	(11.07)	(12.75)	38.72	(34.75)	10.28	(3.84)
XII	Other Comprehensive Income						
	a) Items that will not be reclassified to profit and loss						
	i) Fair value of equity instruments through other Comprehensive Income (FVOCI)	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Remeasurement gain / (loss) on defined benefit plans	0.00	0.00	0.00	0.00	0.00	0.00
	iii) Income tax related to item no (ii) above	0.00	0.00	0.00	0.00	0.00	0.00
	b) Items that will be reclassified to profit and loss						
	i) Effective portion of gain / (loss) on cash flow hedges	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Income tax related to item no	0.00	0.00	0.00	0.00	0.00	0.00



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	(i) above						
XIII	Other Comprehensive Income, net of tax	0.00	0.00	0.00	0.00	0.00	0.00
XIV	Total Comprehensive Income for the period	(11.07)	(12.75)	38.72	(34.75)	10.28	(3.84)
XV	Paid up Equity Share Capital (Face Value of Rs. 10 each)	287.93	287.93	287.93	287.93	287.93	287.93
XVI	Other Equity						(411.12)
XVII	Earning per share (EPS) (Face value of Rs. 10/- each)						
	(a) Basic	(0.38)	(0.44)	1.34	(1.21)	0.36	(0.13)
	(b) Diluted (EPS not the period not annualised)	(0.38)	(0.44)	1.34	(1.21)	0.36	(0.13)

Notes:-

- 1 The above results were reviewed by the Audit Committee, and taken on record by the Board at its meeting held on 14th February, 2022. The Results have been subjected to Limited Review by the Statutory Auditors of the Company in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 2 The Figures for the corresponding periods have been restated, wherever necessary, to make them comparable.



Place : New Delhi
Date : 14.02.2022

For Sai Capital Limited
Niraj K Singh
Dr. Niraj Kumar Singh
Chairman & Managing Director

For Sai Capital Limited

Dr. Niraj Kumar Singh
Chairman & Managing Director

Independent Auditor's Review Report on review of Consolidated Unaudited Financial Results for the quarter ended 31st December, 2021 and year to date Financial results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 (as amended)

To
The Board of Directors,
Sai Capital Limited
New Delhi

- We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Sai Capital Limited ("The Parent") and its subsidiaries, (the Parent and its subsidiaries ,collectively referred as "the Group") for the quarter ended 31st December, 2021 and nine months ended 31st December, 2021 ("The statements") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI "(Listing Obligations and Disclosure Requirements)" Regulations, 2015 as amended.
- This statement which is the responsibility of the Parent'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 Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
- We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consist of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extend applicable.
- This Statement includes the results of following entities:-
Parent Company:
 - ✓ Sai Capital Limited.

Subsidiaries:

- ✓ Health Care Energy Foods Private Limited at Consolidated level (Subsidiary of Sai capital Ltd)

- ✓ Unisphere Industries Private Limited (Subsidiary of Health Care Energy Foods Private Limited)
- Based on our review conducted and procedures performed & based on the considerations of the review reports of the other auditors below , nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with aforesaid Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended including the manner in which it is to be disclosed, or that it contains any material misstatement.
- We draw attention to note 6(b) of the Statement, which describes the undetermined circumstances relating to COVID 19 pandemic and its implication on the management's assessment of the Group's ability to generate sufficient cash flows to meet its financial obligations in the foreseeable future under such undetermined circumstances. Our conclusion on the Statement is not modified in respect of this matter.
- ✓ We have not conducted review of subsidiaries namely M/s Health Care Energy Foods Private Limited at Consolidated results (Subsidiary of M/s Sai capital Ltd) included in the unaudited consolidated financial results, whose unaudited Consolidated results interim financial information reflect total revenue of Rs. 324.65/- Lacs for the quarter ended 31st December 2021 & Rs. 1,010.34 for the nine months ended 31st December 2021 and Consolidated results net profit after tax 234.47/- Lacs for the quarter ended 31st December 2021 & Rs. 692.28/- Lacs for the nine months ended 31st December 2021 and Consolidated results total comprehensive income of Rs. 234.48/- Lacs for the quarter ended 31st December 2021 & Rs. 692.34/- Lacs for the nine months ended 31st December 2021 as considered in the statement whose interim financial results and other financial information have been reviewed by their auditor. These unaudited financial results and other financial information have been reviewed by their auditor whose report have been furnished to us by such other auditor and our conclusion to the statement, in as so far as it relates to the amounts & disclosures included in respect of these subsidiaries is based solely on the report of such other auditor & the procedures performed by us as stated in above para.

Our conclusion on the Statement is not modified in respect of above matters.

Place: New Delhi
Date: 14 / 02 / 2022

For Aditya Agarwal & Associates
Chartered Accountants
FRN: 004568C



Micky Bhatia
(Partner)
M. No.-438412
UDIN: 22438412ACBQMU8963

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Statement Of Unaudited Consolidated Financial Results for the Quarter and Nine Months ended 31st December, 2021

Sr. No.	Particulars	(Amount in Lacs.)					
		Quarter Ended			Nine Month Ended		Year Ended
		31.12.2021 (Un Audited)	30.09.2021 (Un Audited)	31.12.2020 (Un Audited)	31.12.2021 (Un Audited)	31.12.2020 (Un Audited)	31.03.2021 (Audited)
	INCOME						
I	Revenue from operations	0.00	0.00	65.03	0.00	8,432.68	8,856.30
II	Other income	326.25	338.07	473.18	1,011.94	1,453.32	1,293.77
III	Total Income	326.25	338.07	538.22	1,011.94	9,886.00	10,150.07
	EXPENSES						
	Cost of material consumed	0.00	0.00	22.08	0.00	7,171.77	7,274.27
	Purchase of stock in trade	0.00	0.00	0.00	0.00	0.00	0.00
	Change in inventories of finished goods, stock in trade and work in progress	0.00	0.00	(0.22)	0.00	1.40	1.79
	Employee benefits expenses	6.13	7.74	108.98	26.06	358.71	380.30
	Finance costs	4.35	4.12	4.56	12.36	12.68	16.50
	Depreciation and amortisation expenses	11.91	11.91	19.07	35.59	59.65	68.67
	Other expenses	12.76	22.27	48.29	55.40	929.96	1,557.81
	Total expenses	35.15	46.03	202.76	129.41	8,534.18	9,299.34
V	Profit/ (Loss) before exceptional items, share of profit/ (loss) of investments for using equity method and tax	291.10	292.05	335.46	882.53	1,351.82	850.73
VI	Share of net profit/ (loss) of investments accounted for using equity method	0.00	0.00	0.00	0.00	0.00	0.00
VII	Profit/ (Loss) before exceptional items and tax	291.10	292.05	335.46	882.53	1,351.82	850.73
VIII	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
IX	Profit before tax	291.10	292.05	335.46	882.53	1,351.82	850.73
X	Tax expenses						
	Current tax	80.93	74.53	(15.80)	234.79	252.94	340.13
	Deferred tax	(13.23)	1.72	39.04	(9.80)	33.49	34.75
	Tax in relation to Earlier Year	0.00	0.00	0.00	0.00	0.00	(7.40)
XI	Profit for the period	223.40	215.80	312.22	657.54	1,065.40	483.24
XII	Other Comprehensive Income						
	a) Items that will not be reclassified to profit and loss						
	i) Fair value of equity instruments through other Comprehensive Income (FVOCI)	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Remeasurment gain / (loss) on defined benefit plans	0.00	0.07	(7.60)	0.07	0.00	20.30
	iii) Income tax related to item no (ii) above	0.00	0.02	(1.91)	0.02	0.00	5.11
	b) Items that will be	0.00	0.00	0.00	0.00	0.00	0.00



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	reclassified to profit and loss						
	i) Effective portion of gain / (loss) on cash flow hedges	0.00	0.00	0.00	0.00	0.00	0.00
	ii) Income tax related to item no (i) above	0.00	0.00	0.00	0.00	0.00	0.00
XIII	Other Comprehensive Income, net of tax	0.01	0.05	(5.68)	0.06	0.00	15.19
XIV	Total Comprehensive Income for the period	223.41	215.85	306.53	657.59	1,065.40	498.43
XV	Profit is attributable to :						
	Owner of the Company	218.94	211.44	307.01	644.34	1,045.30	473.97
	Non-controlling interest	4.47	4.35	5.21	13.19	20.10	9.28
	Other Comprehensive Income is attributable to :						
	Owner of the Company	0.01	0.05	(5.58)	0.05	0.00	14.90
	Non-controlling interest	0.00	0.00	(0.11)	0.00	0.00	0.29
	Total Comprehensive Income is attributable to :						
	Owner of the Company	218.94	211.49	301.43	644.41	1,045.30	488.86
	Non-controlling interest	4.47	4.35	5.10	13.19	20.10	9.57
XVI	Paid up Equity Share Capital (Face Value of Rs. 10 each)	287.93	287.93	287.93	287.93	287.93	287.93
XVII	Other Equity						33,994.32
XVIII	Earning per share (EPS) (Face value of Rs. 10/- each)						
	(a) Basic	7.60	7.34	10.66	22.38	36.30	16.46
	(b) Diluted (EPS not the period not annualised)	7.60	7.34	10.66	22.38	36.30	16.46

Notes:-

- The above results were reviewed by the Audit Committee, and taken on record by the Board at its meeting held on 14th February, 2022. The Results have been subjected to Limited Review by the Statutory Auditors of the Company in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The Figures for the corresponding periods have been restated, wherever necessary, to make them comparable.



Place : New Delhi
Date : 14.02.2022

For Sai Capital Limited
Niraj Kumar Singh
Dr. Niraj Kumar Singh
Chairman & Managing Director

For Sai Capital Limited

Dr. Niraj Kumar Singh
Chairman & Managing Director