

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934

For the quarterly period ended August 31, 2010

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934

For the transition period from _____ to _____

Commission File Number: None

Security Devices International, Inc.
(Exact Name of Registrant as Specified in its Charter)

Delaware Applied For
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

2171 Avenue Rd., Suite 103
Toronto, Ontario Canada M5M 4B4
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number including area code: (905) 334-6655

N/A

Former name, former address, and former fiscal year, if changed
since last report

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (ss.232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Larger accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company

Indicate by check mark whether registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: 19,203,050 shares outstanding as of August 31, 2010.

SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
INTERIM FINANCIAL STATEMENTS
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited)

SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
INTERIM FINANCIAL STATEMENTS
AUGUST 31, 2010
(Amounts expressed in US Dollars)
(Unaudited)

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
INTERIM BALANCE SHEETS
As at August 31, 2010 and November 30, 2009
(Amounts expressed in US Dollars)

	August 31, 2010	November 30, 2009	
	----	----	
	(unaudited) (audited)		
ASSETS	\$	\$	
CURRENT			
Cash	245,355	55,431	
Prepaid expenses and other	-----	63,980	31,172
Total Current Assets	-----	309,335	86,603
Plant and Equipment, net (Note 4)	-----	23,192	29,924
TOTAL ASSETS	-----	332,527	116,527

LIABILITIES

CURRENT LIABILITIES			
Accounts payable and accrued liabilities	1,022,032	691,729	
Advances from a non-related party (note 9)	-	-	
Due to related parties (note 7)	37,489	-	
Total Current Liabilities	-----	1,059,521	691,729

Going Concern (note 2)

Related Party Transactions (note 7)

Commitments (note 8)

Subsequent events (note 10)

STOCKHOLDERS' DEFICIT

Capital Stock (Note 5)		
Preferred stock, \$0.001 par value, 5,000,000 shares authorized, Nil issued and outstanding (2009 - nil)		
Common stock, \$0.001 par value 50,000,000 shares authorized, 19,203,050 issued and outstanding (2009-15,235,050)	19,203	15,235
Additional Paid-In Capital	14,938,770	13,463,251
Deficit Accumulated During the Development Stage	(15,684,967)	(14,053,688)
Total Stockholders' Deficit	(726,994)	(575,202)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	332,527	116,527

See condensed notes to the interim financial statements.

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SECURITY DEVICES INTERNATIONAL, INC.

(A Development Stage Enterprise)

STATEMENTS OF OPERATIONS

For the Nine Months and Three Months Ended August 31, 2010 and August 31,
2009 and the Period from inception (March 1, 2005) to August 31, 2010

(Amounts expressed in US Dollars)

(Unaudited- Prepared by Management)

<TABLE>

<S>	<C>	<C>	<C>	<C>	<C>
	For the nine months ended August 31, 2010	For the nine months ended August 31, 2009	For the three months ended August 31, 2010	For the three months ended August 31, 2009	
	\$	\$	\$	\$	
OPERATING EXPENSES:					
Research and Product Development Cost	7,223,959	677,686	1,728,121	246,465	575,445
Amortization	27,329	6,732	6,452	2,244	2,310
General and administration (note 6)	8,706,273	946,861	721,885	514,458	274,114
TOTAL OPERATING EXPENSES	15,957,561	1,631,279	2,456,458	763,167	851,869
LOSS FROM OPERATIONS	(15,957,561)	(1,631,279)	(2,456,458)	(763,167)	(851,869)
Other Income-Interest	272,594	-	3,054	-	-
LOSS BEFORE INCOME TAXES	(15,684,967)	(1,631,279)	(2,453,404)	(763,167)	(851,869)
Income taxes	-	-	-	-	-
NET LOSS	(15,684,967)	(1,631,279)	(2,453,404)	(763,167)	(851,869)
Loss per share - basic and diluted	(0.10)	(0.17)	(0.04)	(0.06)	
Weighted average common shares outstanding	17,131,532	14,484,437	18,454,137	14,558,398	

</TABLE>

See condensed notes to the interim financial statements.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
INTERIM STATEMENT OF CASH FLOWS For the Nine Months
Ended August 31, 2010 and August 31, 2009
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

<TABLE>
<S>

	<C>	<C>	<C>
	Cumulative since inception (March 1, 2005)	For the nine months ended August 31, 2010	For the nine months ended August 31, 2009
	\$	\$	\$

CASH FLOWS FROM OPERATING ACTIVITIES

Net loss for the period	(15,684,967)	(1,631,279)	(2,453,404)
Items not requiring an outlay of cash:			
Issue of shares for professional services	154,000	-	-
Stock based compensation (included in general and administration expenses)	5,131,606	226,187	177,990
Compensation expense for warrants issued (Included in general and administration expenses)	361,317	-	4,223
Loss on cancellation of common stock	34,400	-	-
Amortization	27,329	6,732	6,452
Changes in non-cash working capital:			
Prepaid expenses and other	(63,980)	(32,808)	15,104
Due to related parties	37,489	37,489	-
Accounts payable and accrued liabilities	1,022,032	330,303	218,895
	-----	-----	-----
NET CASH USED IN OPERATING ACTIVITIES		(8,980,774)	(1,063,376) (2,030,740)
	-----	-----	-----

CASH FLOWS FROM INVESTING ACTIVITIES

Acquisition of Plant and Equipment	(50,521)	-	(12,903)
	-----	-----	-----
NET CASH USED IN INVESTING ACTIVITIES		(50,521)	- (12,903)
	-----	-----	-----

CASH FLOWS FROM FINANCING ACTIVITIES

Net proceeds from issuance of common shares	8,794,150	827,500	197,000
Stock subscriptions received	415,000	415,000	-
Cancellation of common stock	(50,000)	-	-
Advances (repayments) from a non related party	-	-	-
Exercise of stock options	117,500	10,800	-
	-----	-----	-----
NET CASH PROVIDED BY FINANCING ACTIVITIES		9,276,650	1,253,300 197,000
	-----	-----	-----

NET INCREASE (DECREASE) IN CASH FOR THE PERIOD		245,355	189,924 (1,846,643)
Cash, beginning of period	-	55,431	2,167,699
	-----	-----	-----

CASH, END OF PERIOD	245,355	245,355	321,056
	=====	=====	=====
INCOME TAXES PAID	-	-	-
	=====	=====	=====
INTEREST PAID	-	-	-
	=====	=====	=====

</TABLE>

See condensed notes to the interim financial statements

SECURITY DEVICES INTERNATIONAL, INC.

(A Development Stage Enterprise)

INTERIM STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY Nine
months ended August 31, 2010 and for Period from Inception (March 1, 2005) to
November 30, 2009.

(Amounts expressed in US Dollars)

(Unaudited-Prepared by Management)

<TABLE>

<S>	<C>	<C>	<C>	<C>	<C>
	Number of Common Shares	Common Shares amount	Additional Paid-in Capital	Deficit Accumulated During Development Stage	Total
	-----	-----	-----	-----	-----
	\$	\$	\$	\$	
Balance as of March 1, 2005	-	-	-	-	-
Issuance of Common shares for professional services	6,525,000	6,525	58,725	-	65,250
Issuance of common shares for cash	397,880	398	99,072	99,470	
Net loss for the period	-	-	(188,699)	(188,699)	
Balance as of November 30, 2005	6,922,880	6,923	157,797	(188,699)	(23,979)
Issuance of common shares for cash	956,000	956	94,644	-	95,600
Issuance of common shares for cash	286,000	286	49,764	-	50,050
Issuance of common shares to consultant for services	50,000	50	8,700	-	8,750
Issuance of common shares for cash	2,000,000	2,000	398,000	-	400,000
Exercise of stock options	950,000	950	94,050	-	95,000
Issuance of common shares for cash (net of agent commission)	200,000	200	179,785	-	179,985
Stock subscriptions received	-	-	1,165,500	-	1,165,500
Stock based compensation	-	-	1,049,940	-	1,049,940
Net loss for the year	--	--	(1,660,799)	(1,660,799)	
Balance as of November 30, 2006	11,364,880	11,365	3,198,180	(1,849,498)	1,360,047
Issuance of common shares for stock Subscriptions received in prior year	1,165,500	1,165	(1,165)	-	-
Issuance of common shares for cash	1,170,670	1,171	1,169,499	-	1,170,670
Issuance of common shares for cash and services	50,000	50	154,950	155,000	
Issuance of common shares for cash (net of expenses)	2,139,000	2,139	4,531,236	4,533,375	
Cancellation of stock	(1,560,000)	(1,560)	(14,040)	(15,600)	
Stock based compensation	-	-	2,446,433	2,446,433	
Issue of warrants	-	-	357,094	357,094	
Net loss for the year	-	-	(4,827,937)	(4,827,937)	
Balance as of November 30, 2007	14,330,050	14,330	11,842,187	(6,677,435)	5,179,082
Exercise of stock options	117,000	117	11,583	11,700	
Stock based compensation	-	-	1,231,056	-	1,231,056
Net loss for the year	-	-	(4,401,786)	(4,401,786)	
Balance as of November 30, 2008	14,447,050	14,447	13,084,826	(11,079,221)	2,020,052
Issuance of common shares for cash	788,000	788	196,212	197,000	
Stock based compensation	-	-	177,990	-	177,990
Compensation expense for warrants	-	-	4,223	4,223	
Net loss for the year	-	-	(2,974,467)	(2,974,467)	
Balance as of November 30, 2009	15,235,050	15,235	13,463,251	(14,053,688)	(575,202)
Issuance of common shares for cash	3,968,000	3,968	834,332	838,300	
Stock subscriptions received	-	-	415,000	415,000	
Stock based compensation	-	-	226,187	-	-
226,187					
Net loss for the period	-	-	(1,631,279)	(1,631,279)	

Balance as of August 31, 2010 19,203,050 19,203 14,938,770 (15,684,967) (726,994)

</TABLE>

See condensed notes to the interim financial statements

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

1. BASIS OF PRESENTATION

The accompanying unaudited condensed financial statements have been prepared in accordance with the instructions to Form 10-Q and therefore do not include all information and footnotes necessary for a fair presentation of financial position, results of operations and cash flows in conformity with U.S. generally accepted accounting principles (GAAP); however, such information reflects all adjustments (consisting solely of normal recurring adjustments), which are, in the opinion of management, necessary for a fair statement of the results for the interim periods.

The condensed financial statements should be read in conjunction with the financial statements and Notes thereto together with management's discussion and analysis of financial condition and results of operations contained in the Company's annual report on Form 10-K for the year ended November 30, 2009. In the opinion of management, the accompanying condensed financial statements reflect all adjustments of a normal recurring nature considered necessary to fairly state the financial position of the Company at August 31, 2010, the results of its operations for the nine -and three-month periods ended August 31, 2010 and August 31, 2009, and its cash flows for the nine -month periods ended August 31, 2010 and August 31, 2009. In addition, some of the Company's statements in this quarterly report on Form 10-Q may be considered forward-looking and involve risks and uncertainties that could significantly impact expected results. The results of operations for the nine -month period ended August 31, 2010 are not necessarily indicative of results to be expected for the full year.

The Company was incorporated under the laws of the state of Delaware on March 1, 2005.

2. NATURE OF OPERATIONS AND GOING CONCERN

Nature of Operations:

The Company is a defense technology corporation specializing in the development of innovative next generation solutions for security situations that do not require the use of lethal force or ammunition. The Company is currently in the advanced stages of developing and deploying their patent pending LEKTROX family of products. These products consist of; the Wireless Electric Projectile 40mm (WEP40), and the Blunt Impact Projectile 40mm (BIP40).

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

2. NATURE OF OPERATIONS AND GOING CONCERN-Cont'd

Going Concern:

The Company's financial statements are presented on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The Company has no source for operating revenue and expects to incur expenses before establishing operating revenue. The Company has a need for additional working capital to fund its operating expenses and for the economic production of its LEKTROX products. This raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty. In order to finance the continued development, the Company is working towards raising of appropriate capital in the near future. During the year ended November 30, 2009, the Company raised \$197,000 through issue of common shares and warrants. The Company further raised an additional \$357,500 net through the issue of common shares during the quarter ended February 28, 2010 and an additional \$60,800 during the quarter ended May 31, 2010. The Company raised an additional \$835,000 during the quarter ended August 31, 2010.

The Company has incurred a loss of \$ 1,631,279 during the nine month period ended August 31, 2010 primarily due to its research and development activities and non-cash stock based compensation expense for \$226,187. At August 31, 2010, the Company had an accumulated deficit during the development stage of \$15,684,967 which includes a non-cash stock based compensation expense of \$5,131,606 and compensation expense for warrants for \$361,317.

3. RESEARCH AND PRODUCT DEVELOPMENT

Research and Product Development costs are charged against income in the period incurred.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

4. PLANT AND EQUIPMENT, NET

Plant and equipment are recorded at cost less accumulated depreciation. Depreciation is provided commencing in the month following acquisition using the following annual rate and method:

Computer equipment	30%	declining balance method
Furniture and Fixtures	30%	declining balance method

	August 31, 2010			November 30, 2009	
	-----			-----	
	Accumulated			Accumulated	
	Cost	Amortization		Cost	Amortization
	\$	\$	\$	\$	\$
	-----			-----	
Computer equipment	35,211	18,860		35,211	14,113
Furniture and fixtures	15,310	8,469		15,310	6,484
	-----	-----		-----	-----
	50,521	27,329		50,521	20,597
	-----	-----		-----	-----
Net carrying amount		\$23,192			\$29,924
	-----	-----		-----	-----

5. CAPITAL STOCK

a) Authorized

50,000,000 Common shares, \$0.001 par value

And

5,000,000 Preferred shares, \$0.001 par value

The Company's Articles of Incorporation authorize its Board of Directors to issue up to 5,000,000 shares of preferred stock. The provisions in the Articles of Incorporation relating to the preferred stock allow the directors to issue preferred stock with multiple votes per share and dividend rights which would have priority over any dividends paid with respect to the holders of SDI's common stock.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

5. CAPITAL STOCK-Cont'd

b) Issued

19,203,050 Common shares

c) Changes to Issued Share Capital

Year ended November 30, 2009

On August 19, 2009 the Company sold 788,000 units to a group of private investors. Each unit consisted of one share of common stock and one warrant. Each warrant allows the holder to purchase one share of the Company's common stock at a price of \$0.50 per share at any time prior to June 15, 2010. The shares were sold at a price of \$0.25 per unit. The shares of common stock are, and any shares issuable upon the exercise of warrants will be, restricted securities, as that term is defined in Rule 144 of the Securities and Exchange Commission. The Company relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in connection

Nine month period ended August 31, 2010

On January 4, 2010 the Company completed the placement for 1,510,000 common shares to private investors. The shares were sold at a price of \$0.25 per common share for a total consideration of \$377,500. The Company paid \$20,000 as finder's fees. The shares of common stock are restricted securities, as that term is defined in Rule 144 of the Securities and Exchange Commission. The Company relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in this connection.

In April, 2010 the Company received subscription for 250,000 common shares at a price of \$0.20 per common share from a private investor. The Company has not issued shares as of August 31, 2010.

In May, 2010, the Company received \$10,800 being the exercise of options to acquire 108,000 common shares at an exercise price of \$0.10 per common share. The Company issued 108,000 common shares during the quarter ended August 31, 2010.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

5. CAPITAL STOCK -Cont'd

On June 1, 2010 the Company sold 1,000,000 shares of common stock to a

private investor at a price of \$0.20 per share. The shares of common stock are restricted securities, as that term is defined in Rule 144 of the Securities and Exchange Commission. The Company relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in connection with the sale of these securities.

In June 9, 2010 the Company sold 650,000 shares of common stock to two private investors at a price of \$0.20 per share. The Company relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in connection with the sale of these shares. The shares sold are restricted securities, as that term is defined in Rule 144 of the Securities and Exchange Commission.

On August 31, 2010 the Company sold 700,000 shares of common stock to a private investor at a price of \$0.20 per share. The shares of common stock are restricted securities, as that term is defined in Rule 144 of the Securities and Exchange Commission. The Company relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in connection with the sale of these securities.

6. STOCK BASED COMPENSATION

On December 4, 2009, the Company approved the reduction of the exercise price of 300,000 outstanding options which had earlier been issued at a price of \$0.50 to a new option price of \$0.25 per share, with all other terms of the original grant remaining the same. The Company expensed this additional non-cash stock based compensation expense relating to this modification for \$6,534. The fair value of each option used for the purpose of estimating the stock compensation is calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

Risk free rate	2.61%
Expected dividends	0%
Forfeiture rate	0%
Volatility	173.24%
Exercise price	\$0.25
Increase in fair value due to reduction in exercise price of options	\$ 0.02
Market price of Company's common stock on date of reduction in exercise price	\$ 0.25
Stock-based compensation cost expensed	\$6,534

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

6. STOCK BASED COMPENSATION-Cont'd

On December 4, 2009, the Company approved the extension of the expiration of 2,900,000 outstanding options from their initial expiry date ranging from November 2011 to April 2013 to a new expiration date of June 30, 2014 with all other terms of the original grant remaining the same. The Company expensed this additional non-cash stock based compensation expense relating to this modification for \$63,282. The fair value of each option used for the purpose of estimating the stock compensation is calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

Risk free rate	2.61%
Expected dividends	0%
Forfeiture rate	0%
Volatility	173.24%
Stock-based compensation cost expensed	\$ 63,282

On January 4, 2010, the board of directors granted options to a director to acquire 100,000 common shares at an exercise price of \$0.25 per share. All of these options vested immediately and have an expiry of five years.

The Company expensed stock based compensation cost of \$23,677. The fair value of each option used for the purpose of estimating the stock compensation is calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

Risk free rate	2.61%	
Expected dividends	0%	
Forfeiture rate	0%	
Volatility	170.69%	
Market price of Company's common stock on date of grant of options	\$0.25	
Stock-based compensation cost expensed		\$23,677

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

6. STOCK BASED COMPENSATION-Cont'd

On May 20, 2010, the Company approved the extension of the expiration of 50,000 outstanding options from their initial expiry date from May 21, 2010 to a new expiration date of June 30, 2014 and a reduction in the exercise price of the options from \$0.50 to \$0.25 with all other terms of the original grant remaining the same. The Company expensed this additional non-cash stock based compensation expense relating to this modification for \$13,326. The fair value of each option used for the purpose of estimating the stock compensation is calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

Risk free rate	2.61%	
Expected dividends	0%	
Forfeiture rate	0%	
Volatility	166.16%	
Stock-based compensation cost expensed		\$13,326

On June 15, 2010, the board of directors granted options to a director to acquire 350,000 common shares, two directors to acquire 50,000 common shares each and to a consultant to acquire 35,000 common shares. All these 485,000 options were issued at an exercise price of \$0.20 per share and vest immediately with an expiry term of five years. The Company expensed stock based compensation cost of \$119,368. The fair value of each option used for the purpose of estimating the stock compensation is calculated using the Black-Scholes option pricing model with the following weighted average assumptions:

Risk free rate	2.61%	
Expected dividends	0%	
Forfeiture rate	0%	
Volatility	164.99%	
Market price of Company's common stock on date of grant of options	\$ 0.26	
Stock-based compensation cost expensed		\$119,368

As of August 31, 2010 there was \$Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

7. RELATED PARTY TRANSACTIONS

- a) A Company Director has charged the Company a total amount of \$1,500 for providing office space during the nine month period ended August 31, 2010.

The directors were compensated from January 1, 2010 as per their consulting agreements with the Company. During the quarter ended February 28, 2010, one director was paid \$21,500 as consulting fee and \$3,000 as automobile allowance; one director was paid \$17,750 as consulting fee and \$2,000 as automobile allowance; one director was paid \$16,500 as consulting fee and \$2,000 as automobile allowance. During the quarter ended May 31, 2010, the Company expensed \$58,500 being remuneration for directors, including a director who resigned May 30, 2010. During the quarter ended August 31, 2010, the Company expensed \$39,000 being remuneration for directors. As of August 31, 2010, \$37,489 was owed to the existing directors.

- c) On December 4, 2009 the board of directors approved extension of the expiration of outstanding options from their initial expiry date to a new expiration date of June 30, 2014 with all other terms of the original grant remaining the same.

1. Extension of the expiration of 1,150,000 outstanding options already issued to three directors from their initial expiry date to a new expiration date of June 30, 2014;
2. Extension of the expiration of 300,000 outstanding options already issued to an officer from their initial expiry date to a new expiration date of June 30, 2014.

Stock based compensation cost relating to the extension in the expiry date of the outstanding options issued to three directors and an officer, as above, amounting to \$30,213 has been expensed to general and administration expense.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

7. RELATED PARTY TRANSACTIONS-Cont'd

- d) On January 4, 2010, the board of directors granted options to a director to acquire 100,000 common shares at an exercise price of \$0.25 per share. All of these options vested immediately and have an expiry of five years. The Company expensed stock based compensation cost of \$23,677.
- e) On June 15, 2010, the board of directors granted options to a director to acquire 350,000 common shares and to two directors to acquire 50,000 common shares each. All these 450,000 options were issued at an exercise price of \$0.20 per share and vest immediately with an expiry term of five years. The Company expensed stock based compensation cost of \$110,754 for these 450,000 options.

8. COMMITMENTS

- a) On January 1, 2010, the Company's directors renewed consulting agreements with the Company's officers on the following terms:

Name	Monthly Consulting Fees for February through December 2010	Expiration of Consulting Agreement
----	-----	-----
Boaz Dor	\$6,500	12-31-2010

b) On November 30, 2009, the Company entered into a Memorandum of Understanding ("MOU") with its research and development service contractor ("the contractor"). This MOU covers various alternatives to the Company to settle the liability to the contractor in the amount of \$658,932 as at November 30, 2009. Should the Company become insolvent, or is unable to continue operations, or is unable to pay the contractor pursuant to the MOU, then it will grant the contractor an exclusive, irrevocable, worldwide, assignable, sub licensable, perpetual license to further develop and to market the Company's electric bullet and BIP technology. The Company will negotiate a royalty in the event of granting such rights to the contractor.

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SECURITY DEVICES INTERNATIONAL, INC.
(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

8. COMMITMENTS-Cont'd

c) Effective June 1, 2010, the Company entered into a "Consulting and Professional Services Agreement" with a consulting company for a term of five months. The consultant is to provide various managerial, legal and investor relation services. The total fees for the services agreed are \$360,000. The consultant has agreed to accept 1,800,000 common shares of the Company at \$0.20 per share in lieu of fees. The Company has expensed \$216,000 to general and administrative expense for the quarter ended August 31, 2010.

d) Effective July 1, 2010, the Company has availed the services of a consultant providing consulting, corporate strategy and Investor relations for a term of three months at CAD \$10,000 per month plus taxes. The Company has expensed \$21,689 to general and administrative expense for the quarter ended August 31, 2010.

e) As of August 31, 2010 the Company received \$415,000 being subscriptions for 2,075,000 common shares pending allotment. Subsequent to the quarter, the Company allotted 1,500,000 shares (refer to note 10)

9. ADVANCE FROM A NON RELATED PARTY

The Company received an interest-free advance of \$50,000 which is unsecured and payable on demand. This advance was repaid in full during the quarter ended August 31, 2010.

10. SUBSEQUENT EVENTS

On September 22, 2010 the Company issued 2,250,000 shares of common stock to 10 private investors at a price of \$0.20 per share. This includes eight subscribers for 1,500,000 shares subscribed during the quarter ended August 31, 2010.

On September 30, 2010, the board of directors granted options to two directors to acquire 50,000 common shares each. All these 100,000 options were issued at an exercise price of \$0.20 per share and vest immediately with an expiry term of five years. The Company will expense stock based compensation cost of \$25,271 during the quarter ended November 30, 2010.

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(A Development Stage Enterprise)
Condensed Notes to Interim Financial Statements
August 31, 2010
(Amounts expressed in US Dollars)
(Unaudited-Prepared by Management)

10. SUBSEQUENT EVENTS- Cont'd

The Company has initiated cancellation of various options to directors, officers and consultants and the issue of common shares and /or warrants in lieu thereof. As of October 15, 2010, the Company is awaiting the acceptance for such offer for cancellation/ modification from some directors, officers and consultants.

The Company appointed Mr. Dean Thrasher as its "Chief Operating Officer", Mr. Thrasher is also a director and officer with the consulting company referenced to in Note 8(c).

The Company appointed Beard Winter LLP, Barristers and Solicitors, as their Canadian legal counsel.

The Company approved a resolution for the appointment of the audit committee and the following three individuals were appointed as audit committee members:

Gregory Sullivan, CEO
Harry Walters, Director
Patrick Bryan, Director

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Management's Discussion and Analysis of Financial Condition and Results of Operation

SDI is a defense technology corporation specializing in the development of innovative next generation solutions for security situations that do not require the use of lethal force or ammunition. SDI is currently in the advanced stages of developing and deploying their patent pending LEKTROX family of products. These products consist of; the Wireless Electric Projectile 40mm (WEP40), and the Blunt Impact Projectile 40mm (BIP40). The WEP40 when deployed emits a Wireless Electro-Muscular Disruption Technology that incapacitates the targeted individual. The BIP40 is a non-electrical ammunition round that will stop an individual with targeted accuracy. Market sectors for these products include; the military, army, navy, air force, peacekeeping, homeland security, and law enforcement professionals. SDI's products were designed for a standard 40mm ammunition casing, for use with standard issue weapons such as riot guns and M203 grenade launchers.

SDI was incorporated on March 1, 2005 and for the period from inception to August 31, 2010 has not generated any revenue.

During the three and nine months ended August 31, 2010:

- o Research and Product Development expenses were lower since the development of the Company's products was nearing completion.
- o General and administrative expenses were comparable with the prior periods.

During the period from inception (March 1, 2005) through August 31, 2010 SDI's operations used \$8,980,774 in cash. During this period SDI:

- o purchased \$50,521 of equipment;
- o raised \$9,159,150 (net) from the sale of shares of its common stock;
- o raised \$117,500 from two of its officers and directors and a former officer and director upon the exercise of options to purchase 1,175,000 shares of common stock; and

In August 2009 SDI sold, in a private offering, 788,000 Units at a price of \$0.25 per Unit. Each Unit consisted of one share of SDI's common stock and one warrant. Each warrant allows the Holder to purchase one additional share of

SDI's common stock at a price of \$0.50 per share at any time on or before June 15, 2010.

On January 4, 2010 SDI sold 1,510,000 common shares to private investors. The shares were sold at a price of \$0.25 per common share for a total consideration of \$377,500.

In April, 2010 SDI received a subscription from a private investor for the sale of 250,000 common shares at a price of \$0.20 per share.

In May, 2010, SDI received \$10,800 from the exercise of options to acquire 108,000 common shares at a price of \$0.10 per share.

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On May 30, 2010 Sheldon Kales resigned as a director of SDI and as SDI's Principal Executive Officer.

On May 30, 2010 Gregory Sullivan was appointed as SDI's President and Principal Executive Officer.

On June 8, 2010 Harry Walters and Patrick Bryan were appointed directors of SDI.

On June 1, 2010 SDI sold 1,000,000 shares of common stock to a private investor at a price of \$0.20 per share.

During the three months ended August 31, 2010 SDI sold 1,500,000 shares of its common stock to a group of private investors at a price of \$0.20 per share.

SDI anticipates that its capital requirements for the twelve-month period ending August 31, 2011 will be:

Development and Preproduction costs	\$2,250,000
General and Administrative Expenses	750,000

Total	\$3,000,000
	=====

Other than the foregoing, SDI did not have any material future contractual obligations or off balance sheet arrangements as of August 31, 2010.

SDI does not have any commitments or arrangements from any persons to provide SDI with any additional capital it may need. Without additional capital SDI will not be able to fund its anticipated capital requirements outlined above.

PART II

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

In January 2010 SDI sold, in a private offering, 1,510,000 shares of its common stock at a price of \$0.25 per share. SDI paid \$20,000 as finder's fees in connection with the sale of these shares.

In April, 2010 SDI received a subscription from a private investor for the sale of 250,000 common shares at a price of \$0.20 per share.

In May, 2010, SDI received \$10,800 from the exercise of options to acquire 108,000 common shares at a price of \$0.10 per share.

During the three months ended August 31, 2010 SDI sold 1,500,000 shares of its common stock to a group of private investors at a price of \$0.20 per share.

SDI relied upon the exemption provided by Section 4(2) of the Securities Act of 1933 in connection with the sale of these securities. The investor which

acquired the shares was sophisticated and was provided with full information regarding SDI. There was no general solicitation in connection with the offer or sale of the securities. The investor which acquired these securities acquired them for its own account. The certificate representing these securities bears a restricted legend providing that they cannot be sold except pursuant to an effective registration statement or an exemption from registration. No commission or other form of remuneration was given to any person in connection with the sale of these securities.

Item 4. Controls and Procedures.

(a) SDI maintains a system of controls and procedures designed to ensure that information required to be disclosed in reports filed or submitted under the Securities Exchange Act of 1934, as amended ("1934 Act"), is recorded, processed, summarized and reported, within time periods specified in the SEC's rules and forms and to ensure that information required to be disclosed by SDI in the reports that it files or submits under the 1934 Act, is accumulated and communicated to SDI's management, including its Principal Executive Officer and Principal Financial Officer, as appropriate to allow timely decisions regarding required disclosure. As of August 31, 2010, SDI's Principal Executive Officer and Principal Financial Officer evaluated the effectiveness of the design and operation of SDI's disclosure controls and procedures. Based on that evaluation, SDI's Principal Executive Officer and Principal Financial Officer concluded that SDI's disclosure controls and procedures were effective.

(b) Changes in Internal Controls. There were no changes in SDI's internal control over financial reporting during the quarter ended August 31, 2010, that materially affected, or are reasonably likely to materially affect, its internal control over financial reporting.

Item 6. Exhibits

Exhibits

- 10.1 Agreement with Level 4 Capital Corp.
- 31.1 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for Gregory Sullivan.
- 31.2 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for Rakesh Malhotra.
- 32 Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 for Gregory Sullivan and Rakesh Malhotra.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SECURITY DEVICES INTERNATIONAL, INC.

Date: October 15, 2010

By: /s/ Gregory Sullivan

Gregory Sullivan, President and Principal
Executive Officer

Date: October 15, 2010

By: /s/ Rakesh Malhotra

Rakesh Malhotra, Principal Financial and
Accounting Officer

EXHIBIT 10.1

CONSULTING AND PROFESSIONAL SERVICES AGREEMENT

THIS AGREEMENT is effective as of the 1st day of June, 2010, between Level 4

Capital Corp. (the "L4Cap") and Security Devices International Inc. (the "SDI").

FOR GOOD AND VALUABLE CONSIDERATION (the receipt and sufficiency of which is acknowledged by each of the parties hereto), the parties agree each with the other as follows:

1. SERVICES PROVIDED

1.1 Description of Services. SDI retains L4Cap to provide the services (the "Services") described under the heading "Consultant Responsibilities" in Schedule "A", as the Services relate to the deliverables (the "Deliverables") described under the heading "Deliveries and Delivery Dates" in Schedule "A". L4Cap agrees to provide the Services on the terms and conditions of this agreement. L4Cap shall perform the Services on a best effort basis.

1.2 Modifications. SDI may at any time modify the Deliverables upon five (5) days written notice to L4Cap setting out the desired modifications to the same degree of specificity as in the original description of the Deliverables. L4Cap agrees that modifications which are not considered by L4Cap to be substantial will be performed by L4Cap at no additional cost. L4Cap may, in L4Cap's discretion, agree to substantial modifications to the Deliverables and will notify SDI of its decision within five (5) days following receipt of SDI's notice setting out the modifications. If L4Cap agrees to substantial modifications to the Deliverables, then L4Cap will submit to SDI, along with the notice of its decision, an estimate of the time and cost to effect the modifications. Within five (5) days after receipt of L4Cap's acceptance of substantial modifications, SDI shall confirm whether or not SDI wishes to proceed with the modifications. The terms and conditions of this agreement shall govern any modifications.

1.3 Delivery. L4Cap shall use its reasonable best efforts to perform the Services so that the Deliverables are delivered on or before the dates described under the heading "Deliveries and Delivery Dates" in Schedule "A". Delivery dates are shown by month for ease of implementation purposes. The delivery of a Deliverable shall occur when L4Cap notifies SDI that delivery has occurred.

1.4 Acceptance. SDI shall have a period of 5 days (the "Acceptance Period") after SDI has been notified that a Deliverable has been delivered during which to evaluate the Deliverable, determine its compliance with the terms of this agreement and accept or reject the Deliverable. SDI shall promptly disclose any deficiencies in the Deliverable to L4Cap. If the Deliverable does not comply with the terms of this agreement as a result of any defect in the Services, L4Cap shall correct the deficiencies in the Deliverable.

SDI shall be deemed to have accepted a Deliverable at the end of the Acceptance Period, unless SDI has given L4Cap written notification of deficiencies in the Deliverable. If notice of any such deficiencies is given, the Deliverable shall be deemed to have been accepted when those deficiencies are corrected.

1.5 SDI's Responsibilities. SDI shall be responsible for providing the facilities, services, equipment and support described under the heading "SDI's Responsibilities" in Schedule "A" ("SDI Support"), as SDI Support relates to the Deliverables. The dates for the delivery of Deliverables shall be delayed to the extent that L4Cap is delayed in its work by any delay or failure in the provision of SDI Support. SDI shall also be responsible for any increased costs incurred, or extra time require, by L4Cap in providing the Services as a result of any delay or failure in the provision of SDI Support.

2. TERM OF AGREEMENT

2.1 Term. The term of the agreement of L4Cap shall be for a period commencing on June 1, 2010 (from which date this letter agreement shall be deemed to be effective) and, unless extended by mutual agreement by SDI and L4Cap, ending October 31, 2010.

The Engagement of L4Cap pertains only to purposes set forth herein and does not extend to any other transaction or matter.

3. TERMINATION OF THE AGREEMENT

3.1 Completion of Services. This agreement shall be terminated, and L4Cap discharged from any further obligation to perform services, when the Deliverables have been received and accepted by SDI. Additional services may be added with the written consent of both parties.

3.2 Termination on Notice. Either party may terminate this agreement at any time, without cause, upon 30 days' prior written notice to the other party, without penalty or damages.

3.3 Obligation on Termination. If this agreement is terminated, all Services performed up to the termination date (including any applicable notice period) shall be invoiced by L4Cap to SDI at the current project rates.

4. FEES AND EXPENSES

4.1 Fees. SDI agrees to pay L4Cap for the Services rendered as described in Schedule "A".

4.2 Expenses. L4Cap will be reimbursed for all expenses and costs incurred by L4Cap in the performance of the Services if those expenses and costs are preauthorized by SDI, invoiced at cost and supported by documentation.

4.3 Payment. L4Cap will invoice SDI for fees and expenses on a monthly basis, or an agreed upon schedule by both parties, and SDI agrees to pay those invoices upon receipt.

5. PERSONNEL

5.1 Personnel. L4Cap shall provide the services of qualified personnel of its choice. L4Cap retains the right to appoint and to replace such personnel at L4Cap's discretion.

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5.2 Replacement. SDI may require L4Cap to replace immediately a person provided by L4Cap who, in the SDI's opinion, does not perform in a satisfactory manner.

5.3 Security. L4Cap agrees that its personnel, when using SDI's premises, will comply with all security regulations in force at those premises.

5.4 Non-Solicitation. L4Cap and SDI agree that, during the term of this agreement and for six months following its termination, they will not in any way solicit the services of any employee or contractor of the other party.

6. INTELLECTUAL AND INDUSTRIAL PROPERTY

6.1 Work Products. All work products (including documentation, reports and programs) developed for SDI under this agreement (the "Work Products") shall, as a whole, belong to SDI, but any publication of these Work Products shall acknowledge L4Cap's contribution. Notwithstanding the foregoing, SDI understands and agrees that parts of the Work Products may be derived by L4Cap from work products prepared for others and that L4Cap shall be entitled to use parts of the Work Products in work products prepared by L4Cap for others in the future.

6.2 Moral Rights: L4Cap hereby waives, as against SDI, its successors and assigns and licensees, all moral rights which L4Cap may have, or will acquire, in respect of the copyright in the Deliverables. Those moral rights include, without limitation, the right to the integrity of the Deliverables and the right to be associated with the Deliverables as an author.

7. INDEMNIFICATION

7.1 Indemnity.

- (a) SDI shall and does hereby indemnify and save L4Cap harmless from and against all losses, liabilities, claims, demands, damages, expenses, suits, injury or death in any way referable to the Services or Deliverables conducted by or on behalf of L4Cap after the date hereof.
- (b) Notwithstanding any other provision of this Agreement and any termination of this Agreement, the indemnities provided herein shall remain in full force and effect until all possible liabilities of the persons indemnified thereby are extinguished by the operation of law and will not be limited to or affected by any other indemnity obtained by such indemnified persons from any other person.
- (c) No investigation made by or on behalf of either of the parties hereto at any time shall have the effect of waiving, diminishing the scope of or otherwise affecting any representation, warranty or covenant made by the other party herein or pursuant hereto. No waiver by either of the parties hereto of any condition herein, in whole or in part, shall operate as a waiver of any other condition herein.

8. NOTICE

8.1 Giving of Notice. Any notice or other communication, which either party desires or is required to give to the other party, shall be delivered (including courier delivery), or mailed by prepaid mail, or sent by fax, or sent by e-mail, addressed to the party at its address indicated below.

8.2 Receipt of Notice. Any notice or other communication shall be given on the date actually received at the address of the party receiving that notice or communication, provided that any fax or e-mail delivery received after 5:00 PM (local time) on a business day shall be deemed to have been received on the next business day. For this purpose, the term "business day" means any day other than Saturday, Sunday or a statutory holiday in jurisdiction to which the delivery is made.

9. GENERAL

9.1 Governing Law. This agreement shall be governed by and interpreted according to the laws of the Province of Ontario, Canada.

9.2 Independent Contractor: The relationship between SDI and L4Cap shall be that of a client and an independent contractor. L4Cap shall under no circumstances be deemed to be an employee of SDI. Except as the President of SDI may specifically authorize in writing, L4Cap shall have no right to enter into any contracts or commitments in the name of or on behalf of SDI or to bind SDI in any respect whatsoever.

9.3 Complete Agreement. This agreement constitutes the complete and final agreement between the parties and supersedes all previous discussions, representations or undertakings, whether oral or written. This agreement may only be amended in writing, signed by the parties to this agreement.

9.4 Enurement. This agreement shall enure to the benefit of and be binding upon the parties to this agreement and their legal personal representatives, successors and assigns.

IN WITNESS OF WHICH the parties have executed this agreement.

SECURITY DEVICES
INTERNATIONAL INC.

LEVEL 4 CAPITAL CORP.

By: /s/ Gregory Sullivan

By: /s/ Dean Thrasher

Title: President and Chief Executive Officer Title: Principal

Address for Notice:
338 Church Street
Oakville, Ontario
Canada L6J 1P1

Address for Notice:
8-2401 Fifth Line West
Mississauga, ON L5K 1V9
Canada L5K 1V9

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Schedule "A"

1. Scope of Work
 - a. Assist in implementing new Chief Executive Officer - May & June 2010
 - b. Reconstituting the Board of Directors - June 2010
 - c. Restructure Corporation in line with new management - August & September 2010
 - i. Capital structure for new management
 - ii. Option Plan cancellation to below 10% dilution for Canadian Listing Regulations
 - iii. Old management capital position decreased
 - iv. Supplier Option position decrease
 - d. Rebuild marketing materials with management for capital raise - Sept & Oct 2010
 - e. Assist in the Go to Market Strategy for the Corporation - August to October 2010
 - f. Perform intensive due diligence session going back 5 years - July to Oct 2010
 - g. Trip to Israel to ELAD Engineering (ELAD) to perform technical due diligence, costing models and budgetary items in manufacturing - Sept 2010
 - h. Re-negotiate supplier/ELAD agreement to be more in line with current position of Corporation - Sept & Oct 2010
 - i. Manage all legal work for company to List on the CNSX stock exchange along with Restructuring Corporation - June to October 2010
 - j. Manage Draft Prospectus with management, Corporate Counsel, the CNSX, and the Ontario Securities Commission - June to October 2010
 - k. Redo budget for coming year and forecasting with management - October 2010
 - l. Assist management in revamping corporate website and email addresses - Oct 2010
 - m. Re-branding exercise with management of current products - Sept & October 2010
 - n. Assist in the modelling of products for wholesale or retail sales - October 2010
 - o. Assist in building an Advisory Board for the Corporation - September & October 2010
2. Deliveries and Delivery Dates - reference "Scope of Work" section for dates of delivery of all services for the Corporation by L4Cap.
3. Consultant's Responsibilities - See 1. - "Scope of Work"

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4. SDI's Responsibilities

- a. Provide Consultant with all aspects of documentation to perform duties (Scope of Work) detailed above
 - b. Assist Consulting in all facets of due diligence
 - c. Assist Consultant in working with suppliers for contract negotiation
 - d. Assist Consultant in budgeting items for forecasting operational costs and revenue
 - e. New marketing material collateral for capital raises
 - f. Assist Consultant in all legal aspects of corporate development including Listing requirements on the CNSX
 - g. Re-branding the Corporation's products
 - h. Re-branding the Corporation's website
5. Project Cost Estimate

The project cost estimate for the Scope of Work L4Cap is to provide totals US\$360,000. If L4Cap is requested to perform services in addition to those described above, the terms and conditions relating to such services will be outlined in a separate agreement and the fees for such will be negotiated separately and in good faith.

6. Review and Approval

The review and approval process is to be carried out between SDI's management and L4Cap. The below chart details the sign-off of management, that work has been completed by L4Cap to the satisfaction of SDI.

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Schedule "B"

Fees

The total project quote as stated above in Section 5 of this Agreement, consists of a multitude of services to restructure and position the Corporation to deploy its' products into the defense technology sector. These services include management changes as well as dealing with its' supplier base, technological expertise and patents.

L4Cap is aware and understands the Corporation's poor financial position. L4Cap is willing to take remuneration in the form of common shares in the Corporation. Common shares in the Corporation have been sold in the calendar year of 2010 at a rate of \$0.20 per share. L4Cap agrees to receive their fees in the form of common share at the stated rate above (\$0.20 per common share), and common shares will be in lieu of the payment, as billed at US\$360,000.

The fees paid to L4Cap will consist of 1,800,000 common shares in the capital of the Corporation for services rendered. A common share certificate will be issued into the name of Level 4 Capital Corp for services rendered.

EXHIBIT 31

CERTIFICATIONS

I, Gregory Sullivan, certify that;

1. I have reviewed this quarterly report on Form 10-Q of Security Devices International, Inc.;

2. Based on my knowledge, this report, does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is make known to us by others within those entities, particularly during the period in which this report is being prepared;

b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provided reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 15, 2010

/s/ Gregory Sullivan

Gregory Sullivan,
Principal Executive Officer

CERTIFICATIONS

I, Rakesh Malhotra, certify that;

1. I have reviewed this quarterly report on Form 10-Q of Security Devices International, Inc.;
2. Based on my knowledge, this report, does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is make known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provided reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 15, 2010

/s/ Rakesh Malhotra

Rakesh Malhotra,
Principal Financial Officer

EXHIBIT 32

In connection with the quarterly report of Security Devices International, Inc., (the "Company") on Form 10-Q for the quarter ended August 31, 2010 as filed with the Securities and Exchange Commission (the "Report") Gregory Sullivan, the Principal Executive Officer of the Company and Rakesh Malhotra, the Principal Financial Officer of the Company, certify pursuant to 18 U.S.C. Sec. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the company.

October 15, 2010

/s/ Gregory Sullivan

Gregory Sullivan, Principal Executive
Officer

October 15, 2010

/s/ Rakesh Malhotra

Rakesh Malhotra, Principal Financial
Officer