

SUNITA BONDS & HOLDINGS LTD.

REGD. OFFICE: 58 (38), S.N. Banerjee Road Barrackpore, Kolkata, West Bengal, India, 700120
CIN- L65925WB1983PLC035697

Website: www.sunitabonds.com Email: sbhlplc@gmail.com Contact No. +91- 9319125118

November 19, 2024

The Manager
Listing Department
Metropolitan Stock Exchange of India Ltd. (MSEI),
4th Floor, Vibgyor Towers, Plot No. C 62,
G Block, Opp. Trident Hotel,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400098

Name of Scrip: Sunita Bonds and Holdings Limited
Symbol: SBHL

Dear Sirs,

Sub: Revised Annual Report for the Financial Year 2023-24 under Reg 30 and Reg 34 of SEBI (LODR), 2015.

This is in furtherance to our submission dated August 28, 2024 wherein we have submitted the Annual Report along with the Notice of 42nd Annual General Meeting of the Company to be held on Tuesday November 19, 2024 at 02:00 P.M. at the registered office of the Company.

In this regards, this is to inform you that there was an inadvertent typo error noticed in the Annual Report for the Financial Year 2023-24.

Further, we are enclosing herewith the Annual Report of the Company along with the Notice of AGM and other Statutory Report(s) for the Financial Year 2023-24 after correcting inadvertent typo error changes. The same is also being made available on the website of the Company at www.sunitabonds.com

Kindly acknowledge receipt of the same.

Thanking you.
Yours faithfully,

For SUNITA BONDS AND HOLDINGS LIMITED

ASHOK
KUMAR
SINGH

Digitally signed by
ASHOK KUMAR SINGH
Date: 2024.11.19
13:46:40 +05'30'

(ASHOK SINGH KUMAR)

Director
DIN: 06706878

ANNUAL REPORT
OF

**SUNITA BONDS & HOLDINGS
LIMITED**

(CIN: L65925WB1983PLC035697)

For the Financial Year

2023-24

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Corporate Information

BOARD OF DIRECTORS

Mr. Indranil Dhar (Managing Director)

Ms. Rani Shaw

Mr. Barnali mondal

Mr. Ashok singh kumar

Ms. Priyanka Mittal

Mr. Rakshit Tayal

Ms. Lalita Mittal

Mr. Rohit Mittal

CHIEF FINANCIAL OFFICE

Mr. Avinash Chandra Gupta

COMPANY SECRETARY

Mr. Sachin Agarwal

AUDITORS

T K & Associates

Chartered Accountants

REGISTRAR & SHARE TRANSFER AGENT

(Skyline Financial Services (P) Limited)

D-153 A, 1st Floor, Okhla Phase I,

Okhla Industrial Area,

New Delhi, Delhi- 110020

Phone: 011-40450193-97 & 011-26812682-83

Website: www.skylinerta.com

REGISTERED OFFICE

58 (38), S.N. Banerjee Road Barrackpore,

Kolkata, West Bengal, India, 700120

CORPORATE OFFICE

58 (38), S.N. Banerjee Road Barrackpore,

Kolkata, West Bengal, India, 700120

E-MAIL ADDRESS

sunitabonds@gmail.com

WEBSITE

<https://sunitabonds.com>

NOTICE OF 42nd ANNUAL GENERAL MEETING

Notice is hereby given that the 42nd Annual General Meeting of the members of **Sunita Bonds & Holdings Limited** will be held on Tuesday, 19th November, 2024 at 02.00 P.M., at 58 (38), S.N. Banerjee Road, Barrackpore, Kolkata, West Bengal 700120 to transact the following businesses:

ORDINARY BUSINESS

1. To receive consider and adopt the Financial Statements of the Company for the Financial year ended 31st March, 2024 and the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Indranil Dhar (DIN: 08135447) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint M/s T K & Associates, Chartered Accountant (FRN: 0028474C) as Statutory Auditors of the Company:

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

“RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s), re-enactments thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s T K & Associates, Chartered Accountant (FRN: 0028474C), who have given their consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Act, be and is hereby appointed as Statutory Auditors of the Company.

RESOLVED FURTHER THAT M/s T K & Associates, Chartered Accountant (FRN: 0028474C) shall hold office till the conclusion of the 43rd Annual General Meeting of the Company for the Financial Year 2024-25 on such remuneration and out-of pocket expenses as determined by the Audit Committee/ Board of Directors of the Company in consultation with the auditors.

RESOLVED FURTHER THAT any Director or any Key Managerial Personnel (KMP) of the Company be and is hereby severally authorized to file the necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things which are necessary to give effect to the above resolution.”

SPECIAL BUSINESS

4. **Regularization of Additional Director, Ms. Priyanka Mittal (DIN: 07471560) by appointing her as a Non-Executive Non Independent Director of the Company:**

To consider and, if thought fit, to pass with or without modification, the following resolution as Special Resolution: -

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act), read with rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”) (including any statutory modification or re-enactment thereof for the time being in force), as on recommendation of the Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded for the appointment of Ms. Priyanka Mittal (DIN: 07471560), who was appointed as an Additional Director by the Board of Directors in the category “Non-Executive Non Independent Director of the Company” of the Company for a term of five years with effect from May 31, 2024 till May 30, 2029, not liable to retire by rotation, who holds office till the approval of the members and who has submitted a

declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

5. Regularization of Additional Director, Mr. Rakshit Tayal (DIN: 10666463) by appointing him as Non-Executive Non Independent Director of the Company:

To consider and, if thought fit, to pass with or without modification, the following resolution as Special Resolution: -

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161, and other applicable provisions of the Companies Act, 2013 (the Act), read with rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”) (including any statutory modification or re-enactment thereof for the time being in force), as on recommendation of the Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded for the appointment of Mr. Rakshit Tayal (DIN: 10666463), who was appointed as an Additional Director by the Board of Directors in the category “Non-Executive Non Independent Director of the Company” of the Company for a term of five years with effect from June 20, 2024 till June 19, 2029, not liable to retire by rotation, who holds office till the approval of the members and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the LODR Regulations

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

6. Regularization of Additional Director, Ms. Lalita Mittal (DIN: 07008283) by appointing her as Non-Executive Non Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 and other applicable provisions of the Companies Act, 2013 (the Act), read with rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”) (including any statutory modification or re-enactment thereof for the time being in force), as on recommendation of the Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded for the appointment of Ms. Lalita Mittal (DIN: 07008283), who was appointed as an Additional Director by the Board of Directors in the category “Non-Executive and Non-Independent Director” of the Company and who holds office till the approval of the members.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

7. Regularization of Additional Director, Mr. Rohit Mittal (DIN: 02527072) by appointing him as Non-Executive Non Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 and other applicable provisions of the Companies Act, 2013 (the Act), read with rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”) (including any statutory modification or re-enactment thereof for the time being in force), as on recommendation of the Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded for the

appointment of Mr. Rohit Mittal (DIN: 02527072), who was appointed as an Additional Director by the Board of Directors in the category “Non-Executive and Non-Independent Director” of the Company and who holds office till the approval of the members.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

Registered Office:

58 (38), S.N. Banerjee Road, Barrackpore,
Kolkata -700120 West
Bengal

Place: Kolkata

Date: October 26, 2024

By Order of the Board of Directors
For SUNITA BONDS & HOLDINGS LIMITED

Sd/-

(INDRANIL DHAR)

Chairperson & Managing Director

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
2. The Register of Members and Transfer Books of the Company will remain closed from Wednesday, 13th day of November, 2024 to Tuesday the 19th day of November, 2024 (both days inclusive).
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than 3 days of notice in writing is given to the Company.
4. The notice is being sent to all members, whose names appear on the Register of Members/List of Beneficial Owners.
5. Members may kindly take note for "Green Initiative in the Corporate Governance" in view of Circular No. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by Ministry of Corporate Affairs. It is earnestly requested in view of the Circular and other statutory provisions, that the Members who have yet not registered/updated their e-mail ids may notify the same to the Company either at the registered office or at email address sbhlplc@gmail.com quoting full details of Folio No./DP, Client ID and name of first/sole holder.
6. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
7. Corporate Members intending to send their authorized representative(s) to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
8. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days, except holidays between 11.00 A.M to 2.00 P.M up to the date of Annual General Meeting.
9. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting. Members are requested to intimate change in their address if any immediately to **Skyline Financial Services Pvt. Limited**. The Company's Registrar and Share Transfer Agents, at their office at **D-153A, 1st Floor Okhla Industrial Area Phase-1, New Delhi-110020 India**. Phone: 011-26812682 and Email Id: **info@skylinerta.com**.
10. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s Skyline Financial Services Pvt. Limited. Registrar and Share Transfer Agents of the Company, at their address given above.
11. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self-attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
12. Members/Proxies are requested to bring their Attendance Slip for attending the meeting and bring their copy of Annual Report in the meeting.
13. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

14. For members who have not registered their e-mail address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual report for 2023-2024 will be available on Company's website <https://sunitabonds.com> for their download.
15. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the Company electronically.
16. At present the Company's equity shares are listed on the stock exchange at Metropolitan Stock Exchange of India Limited and Calcutta Stock Exchange. Members are informed that the scripts of the Company have been activated both in Central Depositories Services Limited (CDSL) and National Securities & Depository Limited (NSDL) and may be dematerialized under the ISIN- INE505E01012.
17. For any assistance or information about shares etc. members may contact the Company.

18. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Saturday, November 16, 2024 at 09:00 A.M. IST and ends on Monday, November 18, 2024 at 05:00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e., Tuesday, November 12, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat

accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available |

| | |
|---|---|
| | under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on "Shareholders" module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

| | |
|--|---|
| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs.goelaakash@gmail.com and sbhlplc@gmail.com respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

19. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911
20. M/s. G Akash & Associates, Practicing Company Secretary, (C.P No. 21629) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.
22. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
23. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://sunitabonds.com> and on the website of CDSL. The same will be communicated to the stock exchanges where the Company shares are listed viz. The Metropolitan Stock Exchange Limited & Calcutta Stock Exchange.

Registered Office:

58 (38), S.N. Banerjee Road, Barrackpore
Kolkata -700 120 West
Bengal

By Order of the Board of Directors

For **SUNITA BONDS & HOLDINGS LIMITED**

Place: Kolkata

Date: October 26,
2024

Sd/-

(INDRANIL DHAR)

Chairperson & Managing Director

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Regularization of Additional Director, Ms. Priyanka Mittal (DIN: 07471560) by appointing her as Non-Executive Non Independent Director of the Company of the Company:

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors, on May 31, 2024 appointed Ms. Priyanka Mittal (DIN: 07471560) as an Additional Director in the category “Non-Executive Non Independent Director of the Company” of the Company, subject to the approval of the Members by way of a Special Resolution.

Based on the skills, competence and expertise in understanding, of global business dynamics, appreciation of long-term trends, strategic choices and experience in guiding and leading management teams, developing governance practices, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that the appointment of Ms. Priyanka Mittal would be beneficial to the Company.

In the opinion of the Board, Ms. Priyanka Mittal is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the SEBI Listing Regulations, each as amended, and is independent of the management of the Company.

Brief profile of Ms. Priyanka Mittal is as follows:

Ms. Priyanka Mittal holds a Bachelor's degree in BSE (IT). Currently, she is engaged with both private and public companies, leveraging her extensive business acumen.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of SEBI Listing Regulations and other applicable Regulations, the appointment of Ms. Priyanka Mittal as Non-Executive Independent Director is now being placed before the Members for their approval by way of a Special Resolution.

The Board recommends the Resolution set out under Item No. 4 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

None of the Directors except Ms. Priyanka Mittal or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, financially or otherwise, in passing of this resolution.

Item No. 5

Regularization of Additional Director, Mr. Rakshit Tayal (DIN: 10666463) by appointing him as Director of the Company:

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors, on October 08, 2024 appointed Mr. Rakshit Tayal (DIN: 10666463) as an Additional Director in the category “Non-Executive Non-Independent Director” of the Company, subject to the approval of the Members by way of an Special Resolution.

Based on the skills, competence and expertise in understanding, of global business dynamics, appreciation of long-term trends, strategic choices and experience in guiding and leading management teams, developing governance practices, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that the appointment of Mr. Rakshit Tayal would be beneficial to the Company.

In the opinion of the Board, Mr. Rakshit Tayal is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the SEBI (Listing Obligation and Disclosure Requirements), 2015, each as amended, and is independent of the management of the Company.

Brief profile of Mr. Rakshit Tayal is as follows:

Mr. Rakshit Tayal, aged 34, is a dynamic professional with extensive experience in marketing and administration. He is currently engaged with private companies, leveraging his expertise to drive growth and operational efficiency.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of SEBI (Listing Obligation and Disclosure Requirements), 2015 and other applicable Regulations, the appointment of Mr. Rakshit Tayal as Non-Executive Independent Director is now being placed before the Members for their approval by way of a Special Resolution.

The Board recommends the Resolution set out under Item No. 4 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

None of the Directors except Mr. Rakshit Tayal or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, financially or otherwise, in passing of this resolution.

Item No. 6

Regularization of Additional Director, Ms. Lalita Mittal (DIN: 07008283) by appointing her as Non-Executive Non Independent Director of the Company:

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors, on October 08, 2024 appointed Ms. Lalita Mittal (DIN: 07008283) as an Additional Director in the category “Non-Executive Non-Independent Director” of the Company, subject to the approval of the Members by way of an Ordinary Resolution.

Based on the skills, competence and expertise in understanding, of global business dynamics, appreciation of long-term trends, strategic choices and experience in guiding and leading management teams, developing governance practices, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that the appointment of Ms. Lalita Mittal would be beneficial to the Company.

Brief profile of Ms. Lalita Mittal is as follows:

Ms. Lalita Mittal age 55 years is a seasoned professional with over 20 years of diverse industrial experience, particularly in the trading sector. Her expertise spans both private and public companies, where she has successfully leveraged her extensive business acumen to drive growth and innovation. Mrs. Mittal's strategic insights and deep understanding of market dynamics have made her a valuable asset in navigating complex business landscapes.

In compliance with the provisions of Section 149 and Regulations 17 and 25 of SEBI (Listing Obligation and Disclosure Requirements), 2015 and other applicable Regulations, the appointment of Ms. Lalita Mittal as Non-Executive Non-Independent Director is now being placed before the Members for their approval by way of an Ordinary Resolution.

The Board recommends the Resolution set out under Item No. 6 of the accompanying Notice, for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, financially or otherwise, in passing of this resolution.

Item No. 7

Regularization of Additional Director, Mr. Rohit Mittal (DIN: 02527072) by appointing him as Non-Executive Non Independent Director of the Company:

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors, on October 08, 2024 appointed Mr. Rohit Mittal (DIN: 02527072) as an Additional Director in the category “Non-Executive Non- Independent Director” of the Company, subject to the approval of the Members by way of an Ordinary Resolution.

Based on the skills, competence and expertise in understanding of global business dynamics, appreciation of long-

term trends, strategic choices and experience in guiding and leading management teams, developing governance practices, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that the appointment of Mr. Rohit Mittal would be beneficial to the Company.

Brief profile of Mr. Rohit Mittal is as follows:

Mr. Rohit Mittal aged 35 years is a highly qualified professional with a robust educational background, holding a Bachelor's in Business Administration from Guru Jambheshwar University of Science & Technology and a Graduate Diploma in International Business from JaganNath Institute of Management Sciences. With over 6 years of relevant experience in the trading business and more than 8 years in the hospitality industry, he brings a wealth of knowledge and expertise to his roles. Mr. Mittal's diverse experience enables him to excel in dynamic environments and contribute effectively to business growth and development.

In compliance with the provisions of Section 149 and Regulations 17 and 25 of SEBI Listing Regulations and other applicable Regulations, the appointment of Mr. Rohit Mittal as Non-Executive Non-Independent Director is now being placed before the Members for their approval by way of an Ordinary Resolution.

The Board recommends the Resolution set out under Item No. 7 of the accompanying Notice, for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, financially or otherwise, in passing of this resolution.

42nd ANNUAL GENERAL MEETING

| |
|------------------------|
| ATTENDANCE SLIP |
|------------------------|

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

| | | | |
|-----------------|--|---------------|--|
| DP Id * | | Client Id* | |
| Regd. Folio No. | | No. of Shares | |

*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full:

I/we hereby record my/our presence at the 42nd Annual General Meeting of the Company being held on Tuesday, 19th November, 2024 at 2:00 p.m., at 58 (38), S.N. Banerjee Road, Barrackpore, Kolkata, West Bengal- 700120.

Please (√) in the box

MEMBER PROXY

Signature of Shareholder / Proxy

Form No. MGT-11
PROXY FORM

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

CIN: L65925WB1983PLC035697

Name of the Company: Sunita Bonds & Holdings Limited

Registered Office: 58 (38), S.N. Banerjee Road, Barrackpore, Kolkata, West Bengal- 700120

| | |
|-----------------------|--|
| Name of the member(s) | |
| Registered address: | |
| E-mail Id: | |
| Folio No. / Client Id | |
| DP ID: | |

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

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him/her

2. Name: _____

Address: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 42nd Annual General Meeting of the Company, to be held on Tuesday, 19th November, 2024 at 2:00 p.m. at 58 (38), S.N. Banerjee Road, Barrackpore, Kolkata, West Bengal- 700120, and at any adjournment thereof in respect of such resolutions as are indicated below:

| No. | Description of Resolutions: |
|--------------------------|--|
| ORDINARY BUSINESS | |
| 1 | To receive consider and adopt the Financial Statements of the Company for the Financial year ended 31st March, 2024 and the Report of the Board of Directors and the Auditors thereon. |
| 2 | To appoint a Director in place of Mr. Indranil Dhar (DIN: 08135447) who retires by rotation and, being eligible, offers himself for re-appointment. |
| 3 | To appoint M/s T K & Associates, Chartered Accountant (FRN: 0028474C) as Statutory Auditors of the Company. |
| SPECIAL BUSINESS | |
| 4 | Regularization of Additional Director, Ms. Priyanka Mittal (DIN: 07471560) by appointing her as Non-Executive Non Independent Director of the Company. |
| 5 | Regularization of Additional Director, Mr. Rakshit Tayal (DIN: 10666463) by appointing him as Non-Executive Non Independent Director of the Company. |
| 6 | Regularization of Additional Director, Ms. Lalita Mittal (DIN: 07008283) by appointing her as a Non-Executive Non Independent Director of the Company. |
| 7 | Regularization of Additional Director, Mr. Rohit Mittal (DIN: 02527072) by appointing him as Non-Executive Non Independent Director of the Company. |

Signed this day of 2024

Signature of shareholder(s)

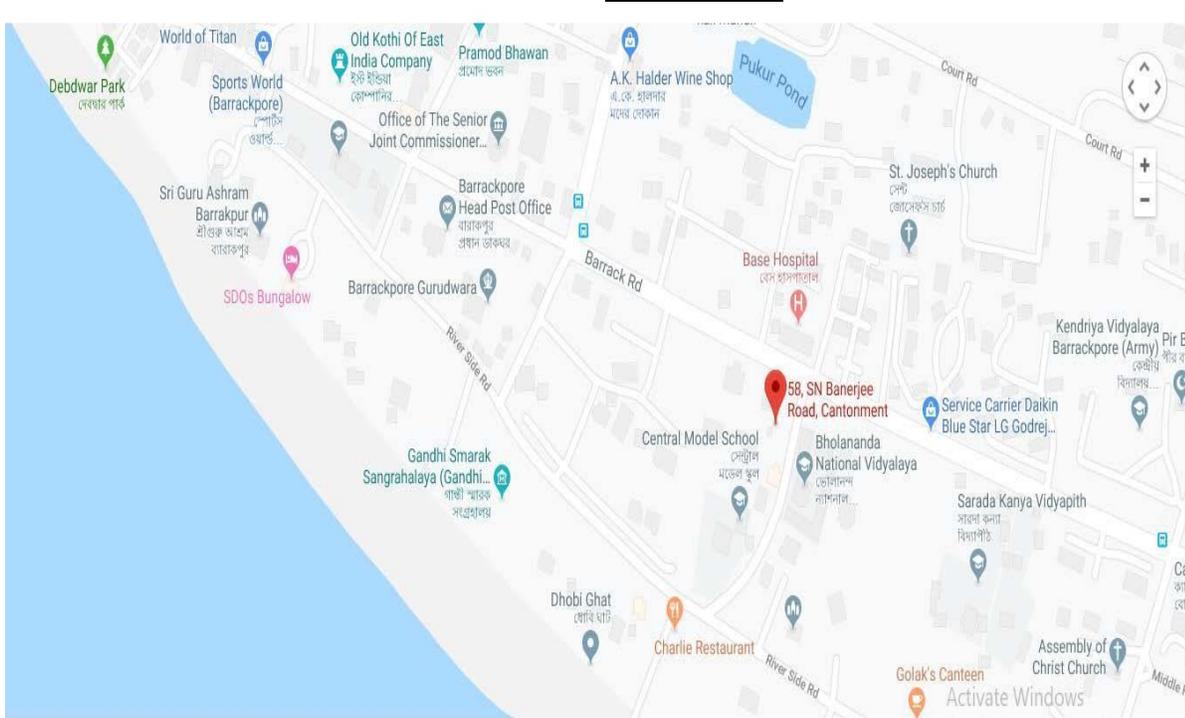
Signature of Proxy holder(s)

| |
|---------------------------|
| Affix Revenue Stamp |
|---------------------------|

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Any alteration or correction made to this Proxy form must be initialed by the signatory / signatories.

ROUTE MAP



SUNITA BONDS & HOLDINGS LIMITED.
REGD. OFFICE: 58 (38), S.N. Banerjee Road Barrackpore, Kolkata,
West Bengal, India, 700120
CIN- L65925WB1983PLC035697
Website: <https://sunitabonds.com> Email: sbhlplc@gmail.com

BOARD'S REPORT

Dear Members

Your Directors have pleasure in presenting the 42nd Annual Report of Sunita Bonds & Holdings Limited together with the Audited financial Statements for the financial year ended 31st March, 2024.

1. Financial Highlights

The financial performance of your Company for the year ended 31st March, 2024 is summarized below:

| Particulars | Amount (In Rs. Lakhs) | |
|-------------------------|-----------------------|------------|
| | FY 2023-24 | FY 2022-23 |
| Revenue from Operations | 3.41 | 3.74 |
| Other Income | - | - |
| Total Revenue | 3.41 | 3.74 |
| Profit before tax | 0.10 | 0.34 |
| Provision for tax | - | - |
| Deferred Tax | - | - |
| Profit after tax | 0.10 | 0.34 |
| EPS (Rs.) | 0.01 | 0.05 |

2. State of the Company Affairs

During the year under review, total revenue of the Company was Rs. 3.41 Lakhs as against Rs. 3.74 Lakhs in the previous year. The Company has earned a profit of Rs. 0.10 Lakhs in the current financial year 2023-24 as against a Profit of Rs. 0.34 Lakhs in the previous year. Your Directors are putting in their best efforts to improve the performance of the Company.

3. Share Capital

The paid up Equity Share Capital as on March 31, 2024 was Rs. 69,50,000/- (Rupees Sixty Nine Lakh and Fifty Thousand Only) and paid up Preference Share Capital as on March 31, 2024 was Rs. 12,00,000/- (Rupees Twelve Lakhs Only).

There is no change in the Share Capital of the Company during the financial year 2023-24.

4. Reserves & Surplus

The net movement in the major reserves of the Company for FY 2023-24 and the previous year are as follows:

(In Rs.)

| Particulars | FY 2023-24 | FY 2022-23 |
|--------------------------|--------------|--------------|
| Opening balance | 31,87,838.12 | 31,81,097.12 |
| Addition during the year | 2,030 | 6,741 |
| Total | 31,89,868.12 | 31,87,838.12 |

5. Link of Annual Return

Your Company has uploaded Annual Return (Form MGT-7) for the Financial Year 2023-24 is available on the website of the Company at <https://sunitabonds.com>.

6. Number of meetings of the Board of Directors

During the year under review Five (5) Board Meetings were held on May 10, 2023, July 29, 2023, October 25, 2023, January 24, 2024 and March 31, 2024.

The Composition of the Board and the attendance details of the members are given below:

| Name of the directors | Category | No. of meeting | |
|-----------------------|----------------------|----------------|----------|
| | | Held | Attended |
| Barnali Mondal | Independent Director | 05 | 05 |
| Rani Shaw | Independent Director | 05 | 05 |
| Indranil Dhar | Managing Director | 05 | 05 |
| Ashok Kumar Singh | Independent Director | 05 | 05 |

7. Committees of the board

The details of composition of the Committees of the Board of Directors are as under:-

a. Audit Committee

Your Company has formed an Audit Committee on 12/08/2016 at the Board level, which acts as a link between the management, the statutory and internal auditors and the Board of Directors to oversee the financial reporting process.

During the year under review, the Audit Committee met 04 times to deliberate on the various matters. The Meetings were held on May 10, 2023, July 29, 2023, October 25, 2023 and January 24, 2024. The composition of the Committee and the attendance details of the members are given below:

| Name of the directors | Category | Chairman/Members | No. of Meetings | |
|-----------------------|----------------------|------------------|-----------------|----------|
| | | | Held | Attended |
| Ashok Kumar Singh | Independent Director | Chairperson | 04 | 04 |
| Barnali Mondal | Independent Director | Member | 04 | 04 |
| Rani Shaw | Independent Director | Member | 04 | 04 |

A Vigil (Whistle Blower) mechanism provides a formal mechanism to the Employees and Directors to report to the Management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. Pursuant to the requirements of the Act, the Company has established vigil mechanism for its directors and employees under the supervision of audit committee. A whistle blower policy setting out the vigil mechanism is already in place in your Company.

b. Nomination & Remuneration Committee

Your Company has formed a Nomination & Remuneration Committee on 12/08/2016 at the Board level. The Committee identifies, screens and review individuals who are qualified to become Directors, Key Managerial Personnel and Senior Management Staff. The Committee also makes recommendations to the Board for such appointment and removal and carries out evaluation of every director's performance. During the year, the Committee met 01(one) during the period under review on August 08, 2023. The composition of the Committee and the attendance details of the members are given below:

| Name of the directors | Category | Chairman/Members | No. of Meetings | |
|-----------------------|----------------------|------------------|-----------------|----------|
| | | | Held | Attended |
| Ashok Kumar Singh | Independent Director | Chairperson | 01 | 01 |
| Barnali Mondal | Independent Director | Member | 01 | 01 |
| Rani Shaw | Independent Director | Member | 01 | 01 |

c. Stakeholder Relationship Committee

Your Company has formed a Stakeholder Relationship Committee on 12/08/2016 at the Board level to resolve the grievances of Stakeholders. During the year, the Committee met 04 (Four) during the period under review on April 15, 2023, July 10, 2023, October 20, 2023, January 08, 2024. The composition of the Committee and the attendance details of the members are given below:

| Name of the directors | Category | Chairman/Members | No. of Meetings | |
|-----------------------|----------------------|------------------|-----------------|----------|
| | | | Held | Attended |
| Ashok Kumar Singh | Independent Director | Chairperson | 04 | 04 |
| Barnali Mondal | Independent Director | Member | 04 | 04 |
| Rani Shaw | Independent Director | Member | 01 | 01 |

8. Directors' Responsibility Statement

Pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Directors confirm that:

- a. in the preparation of the annual accounts for the financial year ended 31st March, 2024, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31st March, 2024 and of the profit and loss of the Company for the financial year ended 31st March, 2024;
- c. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts have been prepared on a 'going concern' basis;
- e. proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

9. Declaration by Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013. Mr. Ashok Kumar Singh, Ms. Rani Shaw and Ms. Barnali Mondal are Independent Directors on the Board of your Company. In the opinion of the Board and as confirmed by these Directors, they fulfil the conditions specified in Section 149 of the Act and the Rules made there under about their status as Independent Directors of the Company.

10. Remuneration Policy:

The Board has, on the recommendation of the Nomination and Remuneration Committee adopted the Remuneration Policy, which inter-alia includes policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management Personnel and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

11. Familiarisation Programme For Board Members:

The Company is required to conduct the Familiarization Programme for Independent Directors (IDs), to familiarize them about the Company and their roles, rights, responsibilities in the Company. The Familiarization Programme is stated in the Corporate Governance Report forming part of this Annual Report. The details of such Familiarization Programme for directors may be referred to, at the website of the Company at <https://sunitabonds.com>

12. Auditors and auditors' report:

M/s Viresh Verma & Co. (FRN: 027874N), Chartered Accountants, were appointed as the Statutory Auditors of the Company by the members in the Annual General Meeting held on September 30, 2019. Their term will conclude at the end of the (42nd) Forty-Second Annual General Meeting, scheduled for the Financial Year 2023-24.

The Board further recommends the appointment of M/s T K & Associates, Chartered Accountant (FRN: 0028474C), to act as auditor of the Company until the conclusion of the (43rd) Forty-Third Annual General Meeting for the Financial Year 2024-25. Their remuneration and any out-of-pocket expenses will be determined by the Audit Committee and the Board of Directors in consultation with the auditors.

The Auditors' Report for the Financial Year 2023-24 contains no qualifications, observations, or adverse remarks. Therefore, no comments are required from your Board of Directors regarding the report.

13. Secretarial Audit Report

The Company has appointed Mr. Aakash Goel, Proprietor of G Aakash & Associates, Company Secretaries (Membership No. A57213, CP No.21629) as Secretarial Auditor for the financial Year 2022-23 pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The secretarial Audit Report is annexed herewith as Annexure II.

14. Loans and investments

During the year under review, your Company has not made any investment or provided guarantee or security in connection with a loan to any person falling under ambit of Section 186 of the Companies Act, 2013. The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given in the financial statements of your Company.

15. Particulars of Contracts and Arrangements with Related Parties:

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and are reviewed by the Audit Committee of the Board. During the year the Company has not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. A Policy on related party transactions has been posted on the Company's website <https://sunitabonds.com>

16. Dividend

The Board of Directors of your Company has decided to retain and plough back the profits into the business of the Company, thus no dividend is being recommended for this year.

17. Material Changes after the close of the financial year

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the Company on 31st March, 2024 till the date of this report.

18. Particulars of energy conservation, technology absorption, expenditure on research and development, foreign exchange inflow/outflow, etc.

A) Conservation of energy:

- (i) The steps taken or impact on conservation of energy; Nil
- (ii) The steps taken by the company for utilizing alternate sources of energy; Nil
- (iii) The capital investment on energy conservation equipment; Nil

Note: - The Company does not have any manufacturing activities, which require heavy consumption of energy. The company uses latest technology low energy consumption products in its office.

B) Technology absorption:

- (i) The efforts made towards technology absorption: Nil
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Nil
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Nil
 - a. The details of technology imported: Nil
 - b. The year of import; Nil
 - c. Whether the technology been fully absorbed; Nil
- (iii) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; Nil and
- (iv) The expenditure incurred on Research and Development. Nil

Note: - In respect of the Nature of the Business of the Company there was no requirement of any technology.

C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

-No Foreign Exchange is earned or spent by the company during the year under review.

19. Public deposits

Your Company has not taken any public deposits and hence Sections 73 of the Companies Act, 2013 is not applicable to it. The Company has not raised any public deposit during the financial year 2023-24.

20. Subsidiaries/ Joint Ventures/ Associates

As on 31st March 2024, the Company had no Subsidiaries, Joint Ventures (JVs) or Associate Companies. Accordingly statement containing the salient features of the financial statement of a company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures in Form AOC-1 is not applicable.

The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year: Nil

21. Change in the nature of business

There has been no major change in the nature of business of your Company. Further since there is no subsidiary, joint venture and associate company, there is no question for mentioning of change in nature of business of such Companies.

22. Changes in Composition of Board of Directors & Key Managerial Personnel during the Financial Year 2023-24

During the Year 2023-2024 there was no change in the composition of Board of Directors and Key Managerial Personnel.

However, after the end of financial year 2023-24 following change occurred in the Composition of Board of Directors:

| S. No | Name | Designation | Date of Appointment |
|-------|-----------------|---------------------|---------------------|
| 1. | Priyanka Mittal | Additional Director | 31/05/2024 |
| 2. | Rakshit Tayal | Additional Director | 20/06/2024 |
| 3. | Rohit Mittal | Additional Director | 08/10/2024 |
| 4. | Lalita Mittal | Additional Director | 08/10/2024 |

23. Disclosure of commission paid to managing or whole time directors

There is no commission paid or payable by your company to the managing director or the whole time director.

24. Annual Evaluation of Board performance and performance of its committees and individual directors

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, performance of the Directors individually as well as the evaluation of the working of its Committees.

25. Particulars of Employees and Remuneration

The Company has not issued shares under employee's stock options scheme pursuant to provisions of Section 62 read with Rule 12(9) of Companies (Share Capital and Debenture) Rules, 2014.

26. Internal Control Systems and adequacy of Internal Financial Controls

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

The Company also has an Audit Committee, who interacts with the Statutory Auditors, Internal Auditors and Management in dealing with matters within its terms of reference.

27. Policy on prevention of sexual harassment

The Company values the integrity and dignity of its employees. The Company has put in place a 'Policy on Prevention of Sexual Harassment' as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Sexual Harassment Act"). We affirm that adequate access has been provided to any complainants who wish to register a complaint under the policy. No complaint was received during the year.

28. Risk management

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment. Your Company, through its risk management process, strives to contain impact and likelihood of the risks within the risk appetite as decided by the management.

There are no risks which in the opinion of the Board threaten the existence of your Company.

29. Cost Records and Cost Audit Report

In terms with the provisions of section 148 of the Companies act, 2013 read with the Companies (Cost Records and Audit) Rules 2014, maintenance of cost records and appointment of Cost Auditors are not applicable on your Company.

30. Vigil Mechanism

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.

Pursuant to Section 177(9) of the Companies Act, 2013, a vigil mechanism was established for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The copy of vigil mechanism policy is uploaded on the website of your Company.

31. Corporate Governance

As per the SEBI Circular No. SEBI/LAD-NRO/GN/2015-16/013 dated 2nd September, 2015, of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Paid up equity capital as on the last day of previous Financial Year i.e. on 31st March 2024 and Net Worth both were not exceeding the limit as given under the regulation 15 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Therefore, in terms of the said circular the compliance with the corporate governance provisions as specified in Regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and Para C, D and E of Schedule V are not applicable to our Company during the year 2023-24.

32. Code of Conduct for Prevention of Insider Trading

Your Company's Code of Conduct for Prevention of Insider Trading covers all the Directors, senior management personnel, persons forming part of promoter(s)/promoter group(s) and such other designated employees of the Company, who are expected to have access to unpublished price sensitive information relating to the Company. The Directors, their relatives, senior management personnel, persons forming part of promoter(s)/promoter group(s), designated employees etc. are restricted in purchasing, selling and dealing in the shares of the Company while in possession of unpublished price sensitive information about the Company as well as during the closure of trading window.

The Board of Directors has approved and adopted the Code of Conduct to Regulate, Monitor and Report Trading by Insiders and the Code for Fair Disclosure in line with SEBI (Prohibition of Insider Trading) Regulation, 2015.

33. Corporate Social Responsibility

Provisions of the Corporate Social Responsibility as mentioned under section 135 of Companies Act, 2013 is not applicable on the Company.

34. Significant/material orders passed by the regulators

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

35. Disclosure under section 197(12) of the companies act, 2013 and other disclosures as per rule 5 of Companies (Appointment & Remuneration) rules, 2014:

The statement containing particulars of employees as required under 197(12) of the Companies Act, 2013 read along with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employees were in receipt of remuneration above the limits specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

35. Stock Exchange Listing

The Company is presently listed in Calcutta Stock Exchange and Metropolitan Stock Exchange.

36. Acknowledgement

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

Date: October 26, 2024

Place: Kolkata

For and on behalf of

Sunita Bonds Bonds & Holdings Limited

Sd/-

(INDRANIL DHAR)

Chairperson & Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Your Directors have pleasure in presenting the Management Discussion and Analysis Report for the year ended on 31st March, 2024.

FORWARD-LOOKING STATEMENTS:

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

OPPORTUNITIES AND THREATS:

The fundamental growth drivers of the country's economy as well as our company continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally.

The threats to the segments in which the company operates are volatility in Exchange rate, pricing pressure arising due to competition from low cost suppliers, technology up-gradation, and severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown; such an impact could adversely affect the Company's performance as well. Therefore, the company has decided to close down the manufacturing activity, concentrate on the trading, and look for other opportunities in the Export market.

MANAGEMENT TEAM:

The existing management has a strong technical and management knowledge and experience in the chemical business.

Mr. Indranil Dhar, Chairperson & Managing Director of the Company is an entrepreneur and is having vast knowledge and expertise in handling various businesses including the business of the Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard. The company has cleared secured bank liability against assets.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The industrial relations with staff and officers are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By Order of the Board

Sd/-

**Indranil Dhar
Managing Director
DIN: 08135447**

Place: Kolkata

Dated: October 26, 2024

Disclosures with respect to demat suspense account/ unclaimed suspense account

Your Directors have pleasure in presenting the Disclosures with respect to demat suspense account/ unclaimed suspense account for the year ended on 31st March, 2024.

| Serial No. | Particulars | |
|-------------------|---|-----|
| 1. | aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year; | Nil |
| 2. | number of shareholders who approached listed entity for transfer of shares from suspense account during the year; | Nil |
| 3. | number of shareholders to whom shares were transferred from suspense account during the year; | Nil |
| 4. | aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year; | Nil |
| 5. | that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. | Nil |

By Order of the Board

**Sd/-
Indranil Dhar
Managing Director
DIN: 08135447**

**Place: Kolkata
Dated: October 26, 2024**

Annexure I
Secretarial Audit report of Sunita Bonds & Holdings Limited
For the year ended 31st March 2024

FORM MR-3

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Sunita Bonds & Holdings Limited
58 (38), S.N. Banerjee Road Barrackpore, Kolkata, West Bengal, India, 700120

I have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **Sunita Bonds & Holdings Limited** (Hereinafter referred to as 'the Company'). The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2024, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I further report that maintenance of proper and updated Books, Papers, Minutes Books, filing of Forms and Returns with applicable regulatory authorities and maintaining other records is responsibility of management and of the Company. Our responsibility is to verify the contents of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon. I have examined on test basis, the books, papers, minutes books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2022;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2006 regarding the Companies Act and dealing with client;
- f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2022;
- g) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and
- h) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

All other relevant applicable laws including those specifically applicable to the company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws. We have verified systems and mechanism which is in place and followed by the Company to ensure Compliance of these specifically applicable Laws as mentioned above, to the extent of its applicability to the Company and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations and found the satisfactory operation of the same.

I have also examined compliance with the applicable clauses of the following Secretarial Standards: The Secretarial Standards issued and notified by the Institute of Company Secretaries of India SS- 1 & SS- 2 has been generally complied with by the company during the financial year under review. During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

During the period under review the Company has complied with the provisions of the Act, rules, regulations, directions, guidelines, standards, etc. mentioned above, except the following –

The Companies Act, 2013 (The Act) and the rules made there under;

- a) *The Company has not appointed an internal auditor for Financial Year 2023-2024.*
- b) *The Company has not appoint Secretarial Auditor for Financial Year 2023-2024, as per the provisions of Section 204 of Companies Act, 2013.*
- c) *The Company has not file with the Registrar of Companies (ROC), Kolkata, the financial Statements along with Board report in Form AOC-4 for the Financial Year 2019-20, 2020-21, 2021-22, 2022-2023, as per the provisions of the Companies Act, 2013.*
- d) *The Company has not file with the Registrar of Companies (ROC), Kolkata, the Annual Return in Form MGT-7 for the Financial Year 2019-20, 2020-21, 2021-22, 2022-2023, as per the provisions of the Companies Act, 2013.*
- e) *The Company did not file with the Registrar, the Board Resolution for approval of Financial Statements and Director's Report for the year ended 31.03.2024 in Form MGT-14 as per the provisions of section 117 (3) of the Act.*

f) The Company has not maintained any statutory register, records and minutes.

(ii) Securities and Exchange Board of India Act, 1992 and Regulations made thereunder:

| S. No | Action taken by | Compliance Requirement (Regulations/ circulars /guidelines including specific clause) | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ Remarks |
|-------|---|---|--|---|--|
| 1 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 14 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. | The Company has not paid Annual Listing fees of Metropolitan Stock Exchange (MSEI) & The Calcutta Stock Exchange Limited (CSE) for the financial year 2023-24 onwards. | The trading in securities has been suspended Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE). | - |
| 2 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 33 of SEBI (LODR) Regulations, 2015. | Non-submission of the financial results within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024) | - | The financial results for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the company on Metropolitan Stock Exchange (MSEI) beyond prescribed time. |
| 3 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 34 of SEBI (LODR) Regulations, 2015 | Non-submission of Annual Report for the Financial year 2023-2024. | - | - |
| 4 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange | Regulation 47(1)(b) of SEBI (LODR) Regulations, 2015 | Non-Publication of the financial results in the newspaper, along-with the modified | - | The Financial Results for quarter ended June 30, 2023 to quarter ended March 31, 2024 have |

| | | | | | |
|---|--|---|---|---|---|
| | <i>Limited (CSE)</i> | | <i>opinion(s) or reservation(s), if any, expressed by the auditor within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024)</i> | | <i>been published in newspapers on October 05, 2024.</i> |
| 5 | <i>Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE)</i> | <i>Regulation 13 of SEBI (LODR) Regulations, 2015</i> | <i>Non-submission of Statement of Investors complaint within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024)</i> | - | <i>Investors complaints for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the Company on Metropolitan Stock Exchange (MSEI) beyond prescribed time.</i> |
| 6 | <i>Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE)</i> | <i>Regulation 27 of SEBI (LODR) Regulations, 2015</i> | <i>Non-submission of Certificate for Non-applicability of provisions of Corporate governance within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024)</i> | - | <i>Certificate for Non-applicability of provisions of Corporate governance for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the Company on Metropolitan Stock Exchange (MSEI) beyond prescribed time.</i> |
| 7 | <i>Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE)</i> | <i>Regulation 31 of SEBI (LODR) Regulations, 2015</i> | <i>Non-submission of Shareholding pattern within the period prescribed under the regulation. (For quarter ended June 30,</i> | - | <i>The Shareholding pattern for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the Company</i> |

| | | | | | |
|----|---|--|---|---|---|
| | | | 2023 to quarter ended March 31, 2024) | | on Metropolitan Stock Exchange (MSEI) beyond prescribed time. |
| 8 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 | Non-submission of Certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024) | - | The Certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the Company on Metropolitan Stock Exchange (MSEI) beyond prescribed time. |
| 9 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 76 of SEBI (Depositories and Participants) Regulations, 2015 | Non-submission of Share Reconciliation report within the period prescribed under the regulation. (For quarter ended June 30, 2023 to quarter ended March 31, 2024) | - | Reconciliation report for quarter ended June 30, 2023 to quarter ended March 31, 2024 have been filed by the Company on Metropolitan Stock Exchange (MSEI) beyond prescribed time. |
| 10 | Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE) | Regulation 7(3) of SEBI (LODR) Regulations, 2015 | Non-submission of Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 for the financial year ended 2023-24. | - | The Company has filed the Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 for the financial year ended 2023-24 beyond prescribed time. |

| | | | | | |
|----|--|---|---|---|---|
| 11 | <i>Metropolitan Stock Exchange (MSEI) and by The Calcutta Stock Exchange Limited (CSE)</i> | <i>Regulation 40(10) of SEBI (LODR) Regulations, 2015</i> | <i>Non-submission of Certificate under Regulation 40(10) of SEBI (LODR) Regulations, 2015 report within the period prescribed under the regulation.</i> | - | <i>The Company has filed Certificate under Regulation 40(10) of SEBI (LODR) Regulations, 2015 for the financial year ended March 31, 2023 beyond prescribed time.</i> |
|----|--|---|---|---|---|

Note: As on the date of issuance of this report, above filings have not been made to The Calcutta Stock Exchange Limited (CSE).

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors including one woman director.
- During the year under review no change took place in the Composition of Board of Directors.

We further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

We also report that adequate notices have been given to all directors to schedule the Board meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the directors. The decisions were carried unanimously.

Based on the representation made by the Company and its Officers, we herewith report that majority decisions are carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the minutes.

Based on the representation made by the Company and its Officers explaining us in respect of internal systems and mechanism established by the Company which ensures compliances of Acts, Laws and Regulations applicable to the Company, we report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that –

During the Audit Period, there were no instances of:

- (i) Public/Right Preferential issue of shares / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- (iii) Merger/amalgamation/ reconstruction, etc.
- (v) Foreign technical collaborations

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

**For G Aakash & Associates
Company Secretaries**

Sd/-

**Aakash Goel
(Prop.)**

M. No.: A57213

CP No.: 21629

Peer Review No.: 1685/2022

UDIN: A057213F001515747

Date: October 10, 2024

Place: Panipat

To The Members
Sunita Bonds & Holdings Limited
58 (38), S.N. Banerjee Road Barrackpore, Kolkata,
West Bengal, India, 700120

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records.
3. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. Our Audit was based on examination, in physical or electronic form, as feasible under the prevailing circumstances, of books and records maintained by the Company.
5. We have not verified the correctness and appropriateness of financial records and books of account of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though We have relied to a certain extent on the information furnished in such returns.
6. Wherever required, we have obtained Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.
7. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards etc. is the responsibility of management.
8. Our examination was limited to the verification of procedures on test basis.
9. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For G Aakash & Associates
Company Secretaries

Sd/-

Aakash Goel
(Prop.)
M. No.: A57213
CP No.: 21629
Peer Review No.: 1685/2022
UDIN: A057213F001515747

Date: October 10, 2024
Place: Panipat

ANNEXURE-III TO THE BOARD'S REPORT

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

Form for Disclosure of particulars of contracts/ arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto

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

| S. No. | Particulars | Details |
|--------|---|---------|
| 1 | Name (s) of the related party & nature of relationship | N.A. |
| 2 | Nature of contracts/ arrangements/ transaction | |
| 3 | Duration of the contracts/ arrangements/ transaction | |
| 4 | Salient terms of the contracts or arrangements or transaction including the value, if any | |
| 5 | Justification for entering into such contracts or arrangements or transactions' | |
| 6 | Date of approval by the Board | |
| 7 | Amount paid as advances, if any | |
| 8 | Date on which the special resolution was passed in General meeting as required under first proviso to section 188 | |

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

| S. No | Particulars | Details |
|-------|---|---------|
| 1 | Name (s) of the related party & nature of relationship | N.A. |
| 2 | Nature of contracts/ arrangements/ transaction | |
| 3 | Duration of the contracts arrangements/ transaction | |
| 4 | Salient terms of the contracts or arrangements or transaction including the value, if any | |
| 5 | Date of approval by the Board | |
| 6 | Amount paid as advances, if any | |

ANNEXURE-IV TO THE BOARD'S REPORT

**INFORMATION REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013
READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL
PERSONNEL) RULES, 2014**

A. Ratio of remuneration of each Director to the median remuneration of all the employees of Your Company for the financial year 2023-24 is as follows:

| Name of the Director | Total Remuneration (Rs.) | Ratio of remuneration of director to the Median remuneration |
|-----------------------------|---------------------------------|---|
| Rani Shaw | - | - |
| Indranil Dhar | - | - |
| Ashok Kumar Singh | - | - |
| Barnali Mondal | - | - |

B. Details of percentage increase in the remuneration of each Director and CFO & Company Secretary in the financial year 2023-24 is as follows:

| Name | Designation | Remuneration (Rs.) | | Increase |
|-------------------|--------------------|---------------------------|----------------|-----------------|
| | | 2023-24 | 2022-23 | % |
| Rani Shaw | Director | - | - | - |
| Indranil Dhar | Director | - | - | - |
| Ashok Kumar Singh | Director | - | - | - |
| Barnali Mondal | Director | - | - | - |
| | | | | |

| | | | |
|---|---------|---------|--------------|
| C. Percentage increase in the median remuneration of all employees in the | 2023-24 | 2022-23 | Increase (%) |
|---|---------|---------|--------------|

| | | | |
|--|---|---|---|
| financial year 2023-24 | | | |
| Median remuneration of all employees per annum | - | - | - |

C. The number of permanent employees on the rolls of the Company: 3

D. Affirmation:

Pursuant to Rule 5(1) (xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

BOOK POST

If undelivered return to:
Sunita Bonds & Holdings Limited
58 (38), S.N. Banerjee Road Barrackpore,
Kolkata, West Bengal, India, 700120

SUNITA BONDS & HOLDINGS LTD

58 (38), S.N. Banerjee Road Barrackpore, Kolkata, West Bengal, India, 700120

CIN: L65925WB1983PLC035697

BALANCE SHEET as at 31st MARCH 2024

Amount in (Lakhs)Rs.

| Particulars | Note No. | As at | |
|---------------------------------------|----------|-----------------|-----------------|
| | | 31st March 2024 | 31st March 2023 |
| ASSETS | | | |
| Non-Current Assets | | | |
| Property Plant & Equipment | | 0.42 | 0.47 |
| Financial Assets | | | |
| i. Investment | 2 | 211.75 | 211.75 |
| Total Non-Current Assets | | 212.17 | 212.22 |
| Current Assets | | | |
| Financial Assets | | | |
| i. Loans | 3 | 38.41 | 38.69 |
| ii. Cash and Bank Balances | 4 | 3.10 | 2.99 |
| iii. Other Current Assets | 5 | 0.13 | 0.13 |
| Total Current Assets | | 41.64 | 41.80 |
| Total Assets | | 253.80 | 254.02 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| i. Equity Share Capital | 6 | 81.50 | 81.50 |
| ii. Other Equity | 7 | 148.62 | 148.52 |
| Total Equity | | 230.12 | 230.02 |
| Non-Current Liabilities | | | |
| Deferred Tax Liability | | 0.01 | 0.01 |
| | | 0.01 | 0.01 |
| Current Liabilities | | | |
| Financial Liabilities | | | |
| i. Trade Payable | 8 | - | - |
| ii. Provisions | 9 | 0.10 | 0.10 |
| iii. Other Current Liabilities | 10 | 23.58 | 23.90 |
| Total Current Liabilities | | 23.68 | 24.00 |
| Total Equity and Liabilities | | 253.80 | 254.02 |
| | | 0.00 | 0.00 |
| Significant Accounting Policies | 1 | | |

The notes referred to above form an integral part of the Balance Sheet

In terms of our report of even date annexed

For Viresh Verma & Co
Chartered Accountants**For and on behalf of the Board**
Sunita Bonds & Holdings Limited**CA Viresh Verma**
Proprietor
Membership No. 522566**Indranil Dhar**
Managing Director
DIN: 08135447**Barnali Mondal**
Director
DIN: 08135448

UDIN:24522566BKAGTA1798

Avinash Chandra Gupta
CFO**Sachin Agarwal**
Company Secretary

October 03, 2024

SUNITA BONDS & HOLDINGS LTD

58 (38), S.N. Banerjee Road Barrackpore, Kolkata, West Bengal, India, 700120

CIN: L65925WB1983PLC035697

STATEMENT OF PROFIT AND LOSS for the year ended 31st MARCH 2024

Amount in (Lakhs)Rs.

| Particulars | Note No. | Year Ended 31st March 2024 | Year Ended 31st March 2023 |
|---|----------|-------------------------------|-------------------------------|
| <u>INCOME</u> | | | |
| Revenue from Operations | 11 | 3.41 | 3.74 |
| Other Income | 12 | - | - |
| | "A" | 3.41 | 3.74 |
| <u>EXPENDITURE</u> | | | |
| Employee Benefits Expense | 13 | 1.68 | 1.68 |
| Depreciation & Amortisation | | 0.05 | 0.06 |
| Other Expenses | 14 | 1.57 | 1.66 |
| | "B" | 3.31 | 3.40 |
| PROFIT BEFORE EXCEPTIONAL AND EXTRAORDIANRY ITEM AND TAX | (A-B) | 0.10 | 0.34 |
| EXCEPTIONAL ITEMS | | - | - |
| PROFIT BEFORE EXTRAORDIANRY ITEM AND TAX | | 0.10 | 0.34 |
| EXTRAORDIANRY ITEM | | - | - |
| PROFIT BEFORE TAX | | 0.10 | 0.34 |
| TAX EXPENSES : | | | |
| Current Tax | | - | - |
| Earlier Years | | - | - |
| Deferred Years | | (0.00) | (0.00) |
| NET TAX EXPENSES | | (0.00) | (0.00) |
| PROFIT / (LOSS) FOR THE YEAR | | 0.10 | 0.34 |
| Earnings Per Equity Share | 15 | | |
| Basic | | 0.01 | 0.05 |
| Diluted | | 0.01 | 0.05 |

Significant Accounting Policies 1

The notes referred to above form an integral part of the Statement of Profit and Loss

In terms of our report of even date annexed

For Viresh Verma & Co
Chartered Accountants**For and on behalf of the Board**
Sunita Bonds & Holdings Limited**Sd/-**
CA Viresh Verma
Proprietor
Membership No. 522566**UDIN:24522566BKAGTA1798****October 03, 2024****Sd/-**
Indranil Dhar
Managing Director
DIN: 08135447
Sd/-
Avinash Chandra Gupta
CFO**Sd/-**
Barnali Mondal
Director
DIN: 08135448
Sd/-
Sachin Agarwal
Company Secretary

SUNITA BONDS & HOLDINGS LTD

CIN: L65925WB1983PLC035697

CASH FLOW STATEMENT for the year ended 31st MARCH, 2024

Amounts in Lakhs(Rs.)

| Particulars | Year Ended 31st March 2024 | Year Ended 31st March 2023 |
|--|-------------------------------|-------------------------------|
| A Cash Flow from Operating Activities : | | |
| Net Profit/(Loss) before tax and Extra ordinary Items | 0.10 | 0.34 |
| Adjustments for: | | |
| Depreciation | 0.05 | 0.06 |
| Operating Profit before working capital changes | 0.15 | 0.40 |
| Increase / (Decrease) in Short Term Borrowings | - | - |
| Increase / (Decrease) in Trade Payables | - | - |
| Increase/(Decrease) in short term provisions | - | - |
| Increase/(Decrease) in other Current Liabilities | (0.32) | - |
| (Increase) / Decrease in Other Current Assets | - | - |
| (Increase) / Decrease in Trade Receivable | - | - |
| (Increase) / Decrease in Short Term Loans & Advances | 0.27 | (1.83) |
| Operating Profit after working capital changes | 0.11 | (1.43) |
| Less: Income Tax Paid | - | - |
| Net Cash from/ (used in) Operating Activities and Before Extra Ordinary Items | 0.11 | (1.43) |
| Less: Extra-Ordinary Items | - | - |
| Net Cash from/ (used in) Operating Activities (A) | 0.11 | (1.43) |
| B Cash Flow from Investing Activities : | | |
| Non current Investments | - | - |
| Purchase of Fixed Assets | - | - |
| Net Cash from/ (used in) Investing Activities (B) | - | - |
| C Cash Flow from Financing Activities : | | |
| Proceeds from Issue of Preference Shares | - | - |
| Net Cash from/ (used in) Financing Activities (C) | - | - |
| Net Increase/ (Decrease) in Cash & Cash Equivalents (A+B+C) | 0.11 | (1.43) |
| Cash & Cash Equivalents as at the beginning of the year | 2.99 | 4.42 |
| Cash & Cash Equivalents as at the end of the year | 3.10 | 2.99 |
| | 0.00 | - |

For Viresh Verma & Co
Chartered Accountants

For and on behalf of the Board
Sunita Bonds & Holdings Limited

Sd/-
CA Viresh Verma
Proprietor
Membership No. 522566

UDIN:24522566BKAGTA1798

October 03, 2024

Sd/-
Indranil Dhar
Managing Director
DIN: 08135447

Sd/-
Avinash Chandra Gupta
CFO

Sd/-
Barnali Mondal
Director
DIN: 08135448

Sd/-
Sachin Agarwal
Company Secretary

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

| 2 NON CURRENT INVESTMENT | | Amount in Lakhs(Rs.) | |
|---|--------------------------|-----------------------------|--|
| Particulars | As at 31st March 2024 | As at 31st March 2023 | |
| | (Amount in Rs.) | (Amount in Rs.) | |
| A) Non- Trade Investment | | | |
| Quoted Investment - Equity Shares | - | - | |
| Unquoted Investment - Equity Shares (Valued at Level- 3) | 211.75 | 211.75 | |
| Total | <u>211.75</u> | <u>211.75</u> | |
| 3 SHORT TERM LOANS | | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 | |
| | (Amount in Rs.) | (Amount in Rs.) | |
| Advance to Parties | 38.41 | 38.69 | |
| | <u>38.41</u> | <u>38.69</u> | |
| 4 CASH AND BANK BALANCES | | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 | |
| | (Amount in Rs.) | (Amount in Rs.) | |
| Cash and Cash Equivalents | | | |
| Balances with Banks | | | |
| In Current Accounts | - | 0.00 | |
| Cash in Hand | 3.10 | 2.99 | |
| | <u>3.10</u> | <u>2.99</u> | |
| 5 OTHER CURRENT ASSETS | | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 | |
| | (Amount in Rs.) | (Amount in Rs.) | |
| Balances with Revenue Authorities | | | |
| TDS | 0.13 | 0.13 | |
| | <u>0.13</u> | <u>0.13</u> | |
| 6 EQUITY SHARE CAPITAL | | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 | |
| | | | |
| Authorised Shares | | | |
| 750000 (P.Y. 750000) Equity Shares of Rs. 10/- each | 75.00 | 75.00 | |
| 120000 (P.Y. 120000) Preference Shares of Rs. 10/- each | 12.00 | 12.00 | |
| | <u>87.00</u> | <u>87.00</u> | |
| Issued, Subscribed & Fully paid-up shares | | | |
| 695000 (P.Y. 695000) Equity Shares of Rs. 10/- each | 69.50 | 69.50 | |
| 120000 (P.Y. 120000) Preference Shares of Rs. 10/- each | 12.00 | 12.00 | |
| | <u>81.50</u> | <u>81.50</u> | |

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

(a.1) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period :

| Particulars | As at 31st March 2020 | |
|---|-----------------------|--------------|
| | No. of Shares | Amount (Rs.) |
| Shares outstanding at the beginning of the year | 6.95 | 69.50 |
| Add : Addition during the year | - | - |
| Shares outstanding at the end of the year | 6.95 | 69.50 |

(a.2) Reconciliation of the preference shares outstanding at the beginning and at the end of the reporting period :

| Particulars | As at 31st March 2020 | |
|---|-----------------------|--------------|
| | No. of Shares | Amount (Rs.) |
| Shares outstanding at the beginning of the year | 1.20 | 12.00 |
| Add : Addition during the year | - | - |
| Less : Buy back during the year | - | - |
| Shares outstanding at the end of the year | 1.20 | 12.00 |

(b) Terms / Rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of Rs. 10 per shares. Each holder of equity shares is entitled to one vote per share. Any share has the same rights and be subject to the same liabilities as all other shareholders of the same class.

Dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The Company in general meeting declared in the ensuing Annual General Meeting, shall be distributed within the period provided in the Companies Act, 2013.

In the event of Winding up of the Company, Equity Shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential property to be divided and may determine how such division shall be carried out between the members.

(c) Details of Shareholders holding more than 5 % (percent) shares in the Company :

| Particulars | As at 31st March 2020 | |
|---|-----------------------|--------------|
| | No. of Shares | % of Holding |
| Equity Shares of Rs. 10 each fully paid-up | | |
| Mr. Subhash Chandra Bhartia | 0.45 | 5.52% |
| Ms. Hansa Bhartia | 0.45 | 5.47% |
| Mr. Sudeep Bhartia | 0.45 | 5.52% |
| Ms. Ekta Bhartia | 0.45 | 5.47% |
| Anandamoyee Vanijya Pvt Ltd | 1.50 | 18.40% |
| Dellona Suppliers Pvt Ltd | 1.50 | 18.40% |
| Ganayak Vintrade Pvt Ltd | 1.50 | 18.40% |

7 OTHER EQUITY

| Particulars | As at | As at |
|--|-----------------|-----------------|
| | 31st March 2024 | 31st March 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| A R.B.I.Reserve Fund | | |
| Opening Balance | 31.88 | 31.81 |
| Additional (Transferred from Statement of profit & loss) | 0.02 | 0.07 |
| Deduction | 31.90 | 31.88 |
| Closing Balance | | |
| B Securities Premium Account | | |
| At the Beginning of the Accounting Period | 135.00 | 135.00 |
| Additions during the Year | - | - |
| At the End of the Accounting Period | 135.00 | 135.00 |
| C Surplus / (Deficit) in the Statement of Profit and Loss | | |
| Balance as per last financial statements | (18.36) | (18.63) |
| Adj.: Transferred to Prov for Std Assets | 0.00 | (0.00) |
| Adj. : Transferred to Satutory Reserve | (0.02) | (0.07) |
| Add : Net Profit / (Net Loss) for the year | 0.10 | 0.34 |
| Net Surplus / (Deficit) in the Statement of Profit and Loss | (18.28) | (18.36) |
| GRAND TOTAL (A+B) | 148.62 | 149 |

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

| 8 TRADE PAYABLES | | |
|-------------------------------------|--------------------------|--------------------------|
| Particulars | As at 31st March 2024 | As at 31st March 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Trade Payables | - | - |
| | - | - |
| | - | - |
| 9 PROVISIONS | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Provision for Taxation | - | - |
| Prov For Std Assets | 0.10 | 0.10 |
| | 0.10 | 0.10 |
| | 0.10 | 0.10 |
| 10 OTHER CURRENT LIABILITIES | | |
| Particulars | As at 31st March 2024 | As at 31st March 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Advances Received | 19.46 | 19.46 |
| Liabilities for Expenses | 4.12 | 4.44 |
| | 23.58 | 23.90 |
| | 23.58 | 23.90 |

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

| 11 REVENUE FROM OPERATIONS | | |
|-----------------------------------|--------------------------------|--------------------------------|
| Particulars | Year ended 31st March, 2024 | Year ended 31st March, 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Revenue from Operations: | | |
| Accrued Interest on Loan | 1.77 | 1.90 |
| Consultancy fees | 1.64 | 1.84 |
| Processing Charges | - | - |
| | 3.41 | 3.74 |

| 12 OTHER INCOME | | |
|------------------------|--------------------------------|--------------------------------|
| Particulars | Year ended 31st March, 2024 | Year ended 31st March, 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Interest on IT Refund | - | - |
| Membership Fees | - | - |
| Misc. receipts | - | - |
| | - | - |

| 13 EMPLOYEE BENEFITS EXPENSES | | |
|--------------------------------------|--------------------------------|--------------------------------|
| Particulars | Year ended 31st March, 2024 | Year ended 31st March, 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Salary & Allowances | 1.68 | 1.68 |
| | 1.68 | 1.68 |

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

| 14 OTHER EXPENSES | | |
|---|--------------------------------|--------------------------------|
| Particulars | Year ended 31st March, 2024 | Year ended 31st March, 2023 |
| | (Amount in Rs.) | (Amount in Rs.) |
| Advertisement Expenses | - | - |
| Bank Charges | 0.02 | 0.16 |
| Compliance fees | - | - |
| Conveyance | - | - |
| Director Remuneration | - | - |
| Filing Fees | - | - |
| General & Office Expenses | 0.23 | 0.18 |
| Postage & Stamps | - | - |
| Printing & Stationery | - | - |
| Professional Tax | - | - |
| Webside Maintenance | - | - |
| Repairs & Maintenance | - | - |
| Office Rent | 1.20 | 1.20 |
| Internet & Telephone Charges | - | - |
| Fuel Charges | - | - |
| Electric Charges | - | - |
| Consultancy Fees | - | - |
| CIBIL Charges | - | - |
| Legal Expenses | - | - |
| Payment to Auditors - Statutory Auditor | 0.12 | 0.12 |
| | 1.57 | 1.66 |

| 15 EARNINGS PER SHARE (EPS) | | |
|--|--------------------------------|--------------------------------|
| Particulars | Year ended 31st March, 2024 | Year ended 31st March, 2023 |
| Net Profit After Taxation | 0 | 0 |
| Weighted average number of Equity Shares | 6.95 | 6.95 |
| Add: Dilutive Potential Equity Shares | | |
| No. of Equity Shares for Dilutive EPS | 6.95 | 6.95 |
| Nominal Value of Shares (in Rs.) | 10 | 10 |
| Basic Earnings Per Share (in Rs.) | 0.01 | 0.05 |
| Diluted Earnings Per Share (in Rs.) | 0.01 | 0.05 |

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the year ended 31st MARCH 2024

16 RELATED PARTY DISCLOSURES

(a) List of Related Parties

(i) Key Management Personnel
Avinash Chandra Gupta

(ii) Others

(b) Transactions with Related Parties

Transactions with Key Managerial Peronnels

Avinash Chandra Gupta
Remuneration

17 VALUE OF IMPORTS CALCULATED ON C.I.F. BASIS

18 EXENDITURE IN FOREIGN CURRENCY

19 EARNINGS IN FOREIGN EXCHANGE

20 DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MSMED ACT 2006

Based on the representations made to us by the management of the Company, there are no dues to entities defined as Micro and Small Enterprises under M

21 SEGMENT REPORTING

The Company doesn't fall in any of the category of enterpreises as mentioned in AS -17 "Segment reporting" notified by Companies (Accounting Standard

22 In the opinion of the Board of Directors, the Current Assets , Loans & Advances have a avalue on realisation in the ordinary course of business at not less for all known losses and liabilities.

23 Certain balances of Trade Receivables, Trade Payables, Unsecured Loans & Advances are subject to confirmation.

**For Viresh Verma & Co
Chartered Accountants**

**For and on behalf of the Board
Sunita Bonds & Holdings Limited**

**Sd/-
CA Viresh Verma
Proprietor
Membership No. 522566
UDIN:24522566BKAGTA1798**

**Sd/-
Indranil Dhar
Managing Director
DIN: 08135447
Sd/-
Avinash Chandra Gupta
CFO**

**Sd/-
Barnali Mondal
Director
DIN: 08135448
Sd/-
Sachin Agarwal
Company Secretary**

October 03, 2024

SUNITA BONDS & HOLDINGS LTD
CIN: L65925WB1983PLC035697

Notes to Financial Statements

CORPORATE INFORMATION

Sunita Bonds & Holdings Limited (the Company) is a Public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company is mainly into NBFC activity and the company is registered as a Non-banking Financial Company (NBFC) as defined under section 45-1A of the Reserve bank of India (RBI) Act, 1934. The Company is a public limited company and is listed on Metropolitan Stock Exchange of India (MSEI) and Calcutta Stock Exchange of India (CSE).

BASIS OF PREPARATION

(a) These financial statements have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015 (as amended by Companies (Indian Accounting Standards) Amendment Rules, 2016) and the guidelines issued by the Securities and Exchange Board of India (SEBI). Up to the year ended March 31, 2017, the Company prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. These are the company's first Ind AS financial statements. The date of transition to Ind AS is April 1st, 2016. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standard, the Company has presented a reconciliation under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP" or "Indian GAAP") to Ind AS.

The financial statements have been prepared under the historical cost convention and on accrual basis, unless otherwise stated. The financial statements are presented in Indian rupees (INR).

(b) Current and non-current classification

Assets and liabilities are classified as current if expected to realise or settle within twelve months after the balance sheet date.

1 SIGNIFICANT ACCOUNTING POLICIES

(a) Use of Estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Financial Instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

(c) Employee Benefits

Short - Term Benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related services are rendered.

(d) Inventories

Inventories are valued at Lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of Completion and estimated costs necessary to make the sale.

(e) Revenue Recognition

Revenue is measured at the fair value of consideration received or receivable. Revenue is recognised only when it can be reliably measured and it is probable that future economic benefits will flow to the Company.

Sale of Goods

Revenue from sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the customer which generally coincide with dispatch and is inclusive of Excise Duty, Sales Tax/VAT (upto 30th June, 2017), Goods and Service Tax (w.e.f 1st July, 2017) and net of returns, discounts.

Interest

Interest income from Financial Asset is recognised using effective interest method.

Notes to Financial Statements

(f) Foreign Currency Transactions

The functional currency of the Company is Indian rupee (₹ or INR) which is also the presentation currency. All other currencies are accounted for as foreign currency. Transactions denominated in foreign currencies are initially recorded in the functional currency at the exchange rate prevailing at the date of transaction. Monetary items denominated in foreign currencies at the year-end are restated at the closing rates. Non monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.

(g) Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(h) Tax Expenses

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred Income taxes reflect the impact of timing differences between taxable income and accounting Income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

(i) Provision, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent Assets are neither recognised nor disclosed in the financial statements.

(j) Extraordinary and Exceptional Activity

Extraordinary activity are those activity which are clearly distinct from ordinary activity of the enterprise and, therefore are not expected to recur frequently or regularly.

Certain occasions, the size, type, or incidences of the item of income or expenses pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expenses is classified as an exceptional item and accordingly, disclosed in the financial statements.

For Viresh Verma & Co
Chartered Accountants

For and on behalf of the Board
Sunita Bonds & Holdings Limited

CA Viresh Verma
Proprietor
Membership No. 522566

Indranil Dhar
Managing Director
DIN: 08135447

Barnali Mondal
Director
DIN: 08135448

UDIN:24522566BKAGTA1798

Avinash Chandra Gupta
CFO

Sachin Agarwal
Company Secretary

October 03, 2024

SUNITA BONDS & HOLDINGS LTD

CIN: L65925WB1983PLC035697

ANNEXURE-1

PARTICULARS OF DEPRECIATION ALLOWABLE UNDER THE INCOME TAX ACT, 1961

Financial Year : 2023-24

Annexure - A

(Amount In Lakhs Rs)

| Particulars | Rate | W.D.V. As on 31.03.2023 | Addition /Put to use More than 180 days | Addition /Put to use Less than 180 days | Total | Depreciation | W.D.V. As on 31.03.2024 |
|----------------------|------|----------------------------|--|--|-------------|--------------|----------------------------|
| FURNITURE & FIXTURES | 10% | 0.33 | - | - | 0.33 | 0.03 | 0.30 |
| MOTOR CAR | 15% | 0.10 | - | - | 0.10 | 0.01 | 0.08 |
| ELECTRICAL FITTINGS | 15% | 0.01 | - | - | 0.01 | 0.00 | 0.01 |
| | | 0.44 | - | - | 0.44 | 0.05 | 0.39 |



VIRESH VERMA & CO.

CHARTERED ACCOUNTANTS

Independent Auditor's Report on the Annual Audited Financial Results of Sunita Bonds and Holdings Limited for the quarter and year ended 31st March, 2024 of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To
The Board of Directors of
Sunita Bonds and Holdings Limited

Opinion

We have audited the accompanying financial results of **Sunita Bonds and Holdings Limited** ("the Company") for the quarter ended 31st March, 2024 and the year-to-date results for the period from 1st April, 2023 to 31st March, 2024, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other financial information for the half year ended 31st March, 2024 and the year-to-date results for the period from 1st April, 2023 to 31st March, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Financial Results

The Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared on the basis of the financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other financial information in accordance with the Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.



VIRESH VERMA & CO.

CHARTERED ACCOUNTANTS

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.



VIRESH VERMA & CO.

CHARTERED ACCOUNTANTS

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The Statement includes the results for the quarter ended March 31, 2024 being the balancing figure between audited figures in respect of the full financial year and the unaudited year to date figures up to the nine months (December 31, 2023) of the current financial year which were subject to limited review by us. Our report on the Statement is not modified in respect of this matter.

Place: New Delhi
Date: 03rd day of October, 2024

For Viresh Verma & Co
Chartered Accountants
FRN: 027874N

VIRESH
VERMA

Digitally signed by
VIRESH VERMA
Date: 2024.10.03
18:37:04 +05'30'

Viresh Verma
Proprietor

(Mem. No. 522566)

UDIN: 24522566BKAGTE4170