44TH ANNUAL REPORT OF SUNITA BONDS &HOLDINGS LIMITED

(CIN: L65925WB1983PLC035697)

For the Financial Year

2025-26

CORPORATE INFORMATION

CORPORATE IDENTIFICATION NUMBER
L65925WB1983PLC035697

BOARD OF DIRECTORS
Mr. Indranil Dhar (Managing Director)
Mr. Rohit Mittal (Jt. Managing Director)
Mrs. Barnali Mondal (Independent Director)
Mrs. Priyanka Mittal (Director)
Mr. Rakshit Tayal (Director)
Mrs. Lalita Mittal (Director)

Key Managerial Personnel
Anup Kumar Pandey
Company secretary & compliance officer
Priyanka Mittal
Chief Financial Officer

Statutory Auditor
M/s T K & Associates
Chartered Accountants
502-5th floor, Gallant Landmark
Bank Road, Gorakhpur-273001

Secretarial Auditor
M/s G Aakash & Associates
Company Secretaries,
Address: 1878, H.B.C., Sector-13, 17,
Panipat-132103, Haryana

Internal Auditor
M/s. Shweta Goel & Co. (FRN: 034678C),
Practicing Chartered Accountants
B-54, Patel Nagar IInd Ghaziabad (U.P.)

REGISTERED OFFICE
40B, Princep Street, Kolkata, West Bengal, India,
700072

CORPORATE OFFICE:
324A, Third Floor, Agarwal Plaza,
Sec-14, Rohini, Delhi-110085

BANKER OF THE COMPANY
YES, Bank Limited

BOARD COMMITTEES

Audit Committee
Mrs. Barnali Mondal, Chairman & Member
Mr. Indranil Dhar, Member
Mr. Rakshit Tayal, Member

Nomination & Remuneration Committee
Mrs. Barnali Mondal, Chairman & Member
Mr. Indranil Dhar, Member
Mr. Rakshit Tayal, Member

Stakeholders Grievances Committee
Mrs. Barnali Mondal, Chairman & Member
Mr. Indranil Dhar, Member
Mr. Rakshit Tayal, Member

REGISTRAR & SHARE TRANSFER AGENT
Skyline Financial Services Private Limited
D-153A , 1st Floor, Okhla Industrial Area,
Phase-I, New Delhi - 110020

INVESTORS HELDESK
Contact Person- Mr. Anup Kumar Pandey
Company Secretary & Compliance Officer,
Email Id: sbhlplc@gmail.com

CONTENTS OF ANNUAL REPORT

SUNITA BONDS & HOLDINGS LTD.

REGD. OFFICE: 40B, Princep Street, Kolkata, West Bengal, India, 700072
Corp Off: 324A, Third Floor, Agarwal Plaza, Sec-14, Rohini, Delhi-110085
CIN- L65925WB1983PLC035697 Website: www.sunitabonds.com
Email: sbhlplc@gmail.com Contact No. +91-9599919919

NOTICE OF 44th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 44TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SUNITA BONDS & HOLDINGS LIMITED (HEREINAFTER REFERRED AS "THE COMPANY") WILL BE HELD ON MONDAY, SEPTEMBER 28, 2026, AT 02:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 40B, PRINCEP STREET, KOLKATA, WEST BENGAL, INDIA, 700072 TO TRANSACT THE FOLLOWING BUSINESS(S):

ORDINARY BUSINESS

ITEM NO.1: ADOPTION OF FINANCIAL STATEMENTS.

To receive, consider and adopt the audited Standalone Financial statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and the auditors thereon.

ITEM NO.2: APPOINTMENT OF DIRECTOR WHO RETIRE BY ROTATION.

To appoint a director in place of Mr. Rakshit Tayal (DIN: 10666463), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO.3: TO APPROVE APPOINTMENT OF MS. SAVITRI KUMARI (DIN-07829284) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if thought fit, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations"), as amended, enabling provisions of the Memorandum and Articles of Association of the Company, and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from Members of the company and pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, **Ms. Savitri Kumari (DIN: 07829984),** who was appointed as an **Additional Director** in the capacity of **Non-Executive Independent Director** by the Board of the **Directors with effect from August 27, 2026**, and who being eligible for appointment as an Independent Director and has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a **Non-Executive, Independent Director** of the Company, not liable to retire by rotation, to hold office for f**irst term of 5 (five)** consecutive years with **effect from August 27, 2026.**

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include, unless the context otherwise requires, any Committee, which the Board may have constituted or hereinafter constitute or any officer(s) authorized by the Board/Committee to exercise the powers conferred on the Board by this Resolution) and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard."

ITEM NO.4 TO APPROVE APPOINTMENT OF MS. SHRUTI (DIN- 10310241) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if thought fit, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "Listing Regulations"), as amended, enabling provisions of the Memorandum and Articles of Association of the Company, and such other applicable laws and regulations and subject to the permissions, approvals, consents and sanctions as may be necessary to be obtained from Members of the company and pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, **Ms. Shruti (DIN: 10310241),** who was appointed as an **Additional Director** in the capacity of **Non-Executive Independent Director** by the Board of the **Directors with effect from August 27, 2026**, and who being eligible for appointment as an Independent Director and has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a **Non-Executive, Independent Director** of the Company, not liable to retire by rotation, to hold office for f**irst term of 5 (five)** consecutive years with **effect from August 27, 2026.**

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include, unless the context otherwise requires, any Committee, which the Board may have constituted or hereinafter constitute or any officer(s) authorized by the Board/Committee to exercise the powers conferred on the Board by this Resolution) and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard."

ITEM NO. 5 TO APPROVE THE RE-DESIGNATION OF MRS. PRIYANKA MITTAL (DIN:07471560) FROM NON-EXECUTIVE DIRECTOR TO EXECUTIVE-WHOLE TIME DIRECTOR.

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

RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161, 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules made thereunder, Schedule V to the Act, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association of the Company and subject to such statutory approvals, permissions and sanctions as may be necessary, the approval of the Members of the Company be and is hereby accorded for the redesignation and appointment of **Mrs. Priyanka Mittal (DIN: 07471560), presently a Non-Executive Director** of the Company, as an **Executive-Whole Time Director** of the Company, liable to retire by rotation, for a **term of 5 years** commencing from **May 29, 2026,** on the terms and conditions, including remuneration, perquisites and other benefits, as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, with liberty to the Board of Directors and Nomination and Remuneration Committee to alter, revise, modify or vary the terms and conditions of her appointment and remuneration from time to time, in accordance with the provisions of the Companies Act, 2013, Schedule V thereto, the SEBI Listing Regulations and other applicable laws.

RESOLVED FURTHER THAT where, in any financial year during the tenure of **Mrs. Priyanka Mittal** as Executive-Whole Time Director, the Company has no profits or its profits are inadequate, she shall be paid remuneration in accordance with the limits and conditions prescribed under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof, subject to such approvals as may be required.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include the Nomination and Remuneration Committee or any other Committee of the Board authorized in this behalf) be and is hereby authorized to execute all such documents, agreements, writings and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for giving effect to this Resolution, including filing the requisite e-forms, intimations and disclosures with the Registrar of Companies, Stock Exchanges, Securities and Exchange Board of India and all other regulatory authorities, as may be required under the applicable laws."

Place: Delhi
Date: August 27, 2026

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

Sd/-
Anup Kumar Pandey
Company Secretary

NOTES

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.

2. **MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A blank form of proxy is enclosed herewith and if intended to be used, it should be deposited duly completed at the registered office of the Company not less than Forty-Eight hours before the scheduled time of the commencement of AGM.

3. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

4. Attendance slip, proxy form, Ballot Form and the route map of the venue of the meeting are annexed hereto

5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

6. 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.

7. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information's and instructions including details of user id and password relating to e voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.

8. A brief resume of each of the Directors proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership / chairmanships of Board Committees, shareholding and relationship between directors inter se as stipulated 3 under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other requisite information as per Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in Annexure 1

9. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Tuesday, September 22, 2026 to Monday, September 28, 2026 (both days inclusive) for the purpose of AGM.

10. The ISIN of the Equity Shares of Rs.10/- (Rupees Ten only) each is **INE505E01012**.

11. Sections 101 and 136 of the Companies Act, 2013 read with the rules made there under, permit the listed companies to send the notice of AGM and the Annual Report, including financial statements, board's report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with

the share transfer agent of the Company or for the other whose e-mail id is not registered same shall couriered to them.

12. Members may also note that the Notice of the AGM and the Annual Report for F.Y. 2025-26 will also be available on the Company's website https://sunitabonds.com/

13. Members/ proxies/Authorized representatives are requested to bring to the meeting necessary details of their shareholdings; attendance slips and copies of Annual Report.

14. The following Statutory Registers are open for inspection of members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:

a. Register of contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

b. Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

The aforesaid registers shall be kept open for inspection at the AGM by any person attending the meeting.

15. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of shares held etc.

16. Members are requested to register their e-mail addresses for receiving communications including Annual Reports, Notices, and Circulars etc. by the Company electronically.

17. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company in order to comply with the SEBI guidelines.

18. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility

19. All documents referred to in accompanying Notice shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.

20. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of decartelisation members are advised to dematerialise shares held by them in physical form.

SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by March 31, 2023 and linking PAN with Aadhaar by March 31, 2022 vide its circular dated November 3, 2021 and December 14, 2021. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's registrar's M/s Skyline Financial Services Private Limited D-153A , 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110020 through email at www.skylinerta.com . The forms for updating the same are available at https://sunitabonds.com/

Members holding shares in electronic form are therefore, requested to submit their PAN to their depository participant(s). In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

VOTING THROUGH ELECTRONICS MEANS

Pursuant to provisions of Section 108 of the Companies Act, 2013 and 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 44th 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).

The Company has approached CDSL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e- Voting system.

The Notice of the 44th AGM of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evotingindia.com or **https://sunitabonds.com/**

The facility for voting through Poling 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.

PROCEDURE TO LOGIN TO E-VOTING WEBSITE

CDSL e-Voting System – For Remote e-voting

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 (**25.09.2026 at 09:00 AM**) and ends on **(27.09.2026 at 05:00PM)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i:e **September 21, 2026** 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 3: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Individual Shareholders holding securities in demat mode with NSDL	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 or joining virtual meeting & voting during the meeting.
	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 or joining virtual meeting & voting during the meeting, 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 or joining virtual meeting & voting during the meeting.

(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:

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.comor contact at 022-23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

Step 5: **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 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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. 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 <SUNITA BONDS AND HOLDINGS LIMITED > 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.

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.

(xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xiv) 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.

(xv) 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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; sbhlplc@gmail.com (designated email address by company), 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 sbhlplc@gmail.com and RTA email id is info@skylinerta.com.

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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

OTHER INFORMATION

1.The e-voting period commences on **September 25, 2026** (9:00 a.m.) and ends on **September 27, 2026** (5:00 p.m.). During this period, members of the Company holding shares either in physical or dematerialized form, as on the relevant date i.e. **Monday, September 21, 2026**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which a vote has already been cast. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the AGM and up to the cut-off date i.e. **September 21, 2026**, may obtain his login ID and password by sending a request at www.evotingindia.com

2. The voting rights of the members shall be in proportion to their shares of the Paid-Up Equity Share Capital of the Company as on the cut-off date (record date) of **Monday, September 21, 2026**.

3. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

4. Shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of

Monday, September 21, 2026 may only cast their vote at the 44th Annual General Meeting.

5. Mr. Aakash Goel, Proprietor of **M/s G Aakash & Associates, Practicing Company Secretaries** has been appointed as the Scrutinizer for the Purpose of Annual General Meeting.

6. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting and make a Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.

7. The Results shall be declared forthwith after the submission of Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

8. The Results declared along with the Scrutinizer's Report will be available on the website of the Company www.adishaktiloha.com after the declaration of the results by the Chairman.

MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.

By the order of Board of Directors of
For Sunita Bonds and Holdings Limited

Sd/-
Anup Kumar Pandey
Company Secretary

Date: 27/08/2026
Place: Delhi

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM NO. 3 Appointment of Ms. Savitri Kumari (DIN: 07829284) as Non-Executive Independent Director

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Savitri Kumari (DIN: 07829284) as an Additional Director in the capacity of Non-Executive Independent Director with effect from August 27, 2026, subject to the approval of the Members of the Company.

Brief Profile of Ms. Savitri Kumari:

Ms. Savitri Kumari is an Associate Member of the Institute of Company Secretaries of India (ACS No. A79169) and is a qualified Company Secretary having experience in corporate governance, secretarial practices and regulatory compliances. She is presently serving as Company Secretary & Compliance Officer of Ishaan Infrastructures and Shelters Limited since March 06, 2026. She has experience in Companies Act, 2013 compliances, MCA/ROC filings, SEBI (LODR) compliances, corporate documentation and coordination of Board, Committee and General Meetings. She has also qualified the Independent Director Online Proficiency Self-Assessment Test and is registered with the Independent Director Databank. She has completed the CS Professional Programme in 2025 and holds M. Com from IGNOU and B. Com from Tilka Manjhi Bhagalpur University.

In the opinion of the Board, Ms. Savitri Kumari possesses the requisite qualifications, knowledge and experience and fulfills the conditions specified under the Act and the Listing Regulations for appointment as an Independent Director. The Company has also received her consent to act as a Director and her declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Ms. Savitri Kumari for the office of Director.

Ms. Savitri Kumari shall hold office as a Non-Executive Independent Director for a first term of 5 (five) consecutive years with effect from August 27, 2026, and shall not be liable to retire by rotation.

Except Ms. Savitri Kumari, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the passing of the proposed Special Resolution as set out at Item No. [3] of the Notice for approval of the Members.

Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

S. No.	Name of the Director	Savitri Kumari
1.	DIN	07829284
2.	Date of Birth	05/12/1994
3.	Original Date of Appointment	27/08/2026
4.	Qualification	Company Secretary B.com & M.com
5.	Terms and Conditions of appointment /reappointment along with the details of remuneration sought to be paid and the last remuneration drawn.	Ms. **Savitri Kumari** is proposed to be appointed for a period of 5 year with effect from 27.08.2026, on the terms, conditions and remuneration as has already been provided under the explanatory statement.
6.	Profile	Ms. Savitri Kumari, Associate Member of the Institute of Company Secretaries of India (ACS No. A79169), is a qualified Company Secretary with experience in **corporate governance, secretarial practices and regulatory compliance**. She is currently serving as a

		Company Secretary & Compliance Officer and has experience in Companies Act, 2013 compliances, MCA/ROC filings, SEBI (LODR) compliances, corporate documentation and coordination of Board, Committee and General Meetings. She has qualified the **Independent Director Online Proficiency Self-Assessment Test** and is registered with the **Independent Director Databank**. She has completed the **CS Professional Programme in 2025** and holds **M. Com from IGNOU and B. Com from Tilka Manjhi Bhagalpur University**.
7.	Nature of expertise in specific functional areas	She is having total experience of 07 years in areas of Corporate Governance, Secretarial Practices, Regulatory Compliance, Companies Act, 2013, MCA/ROC Compliance, SEBI (LODR) Compliance, Corporate Documentation and Board/Committee Meeting Procedures.
8.	Remuneration last drawn by Ms. Savitri Kumari if any,	Nil
9.	Listed entities (other than Sunita Bonds & Holdings Limited) in which Savitri Kumari holds directorship and committee membership	Nil
10.	Number of Shares held in Company as on 31st March 2026	Nil
11.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a director	Nil
12.	Membership/Chairmanship of Committee of the Board of Director of the Company	• Chairman of audit committee • Chairman of Nomination and Remuneration Committee • Chairman of Stakeholders Relationship Committee
13.	Disclosure of inter-se relationships between directors and KMP	Ms. Kumari is not related to any of the existing Directors of the Company
14.	Listed entities from which Savitri Kumari has resigned in past three years	Not applicable
15.	Number of Meetings of the Board attended during the year	Nil

ITEM NO. 4 Appointment of Ms. Shruti (DIN: 10310241) as Non-Executive Independent Director

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Shruti (DIN: 10310241) as an Additional Director in the capacity of Non-Executive Independent Director with effect from August 27, 2026, subject to the approval of the Members of the Company.

Brief Profile of Ms. Shruti:

Ms. Shruti is an accomplished and value-driven professional with expertise in corporate governance, regulatory compliance and strategic decision-making. She is known for her independent and objective approach, ethical decision-making, commitment to transparency and focus on long-term stakeholder value.

She has experience in board and committee oversight, risk management, financial matters, ESG and CSR alignment and stakeholder communication. She has been associated as an Independent Director since October 1, 2023 and has contributed towards governance practices, evaluation of performance and risk, long-term growth strategies and transparent corporate governance.

Ms. Shruti holds a Master of Business Administration (MBA) with specialization in Marketing and a Bachelor of Business Administration (BBA) with specialization in Fashion Designing. She has also completed a Diploma in Import-Export Management and courses in Commercial Arts, Web Designing and Multimedia.
Earlier in her career, she has worked as an Assistant Accountant, where she was involved in financial records, balance sheets, budgeting, financial reporting, analysis, payments and invoicing. She has also worked as an IELTS Trainer, developing training programmes and providing focused coaching.
In view of her experience, professional knowledge, business acumen, independent judgment and understanding of governance and compliance matters, the Board considers Ms. Shruti suitable for appointment as a Non-Executive, Independent Director of the Company.
The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Ms. Shruti for the office of Director.
Ms. Shruti shall hold office as a Non-Executive Independent Director for a first term of 5 (five) consecutive years with effect from August 27, 2026, and shall not be liable to retire by rotation.
Except Ms. Shruti, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution.
The Board recommends the passing of the proposed Special Resolution as set out at Item No. [4] of the Notice for approval of the Members.

Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

S. No.	Name of the Director	Shruti
1.	DIN	**10310241**
2.	Date of Birth	31/10/1981
3.	Original Date of Appointment	27/08/2026
4.	Qualification	MBA & BBA Graduate
5.	Terms and Conditions of appointment /reappointment along with the details of remuneration sought to be paid and the last remuneration drawn.	Ms. Shruti is proposed to be appointed for a period of 5 year with effect from 27.08.2026, on the terms, conditions and remuneration as has already been provided under the explanatory statement. Ms. Shruti shall not be liable to retire by rotation
6.	Profile	Ms. Shruti is an accomplished professional with experience in corporate governance, regulatory compliance, strategic decision-making, risk management and board oversight. She is known for her independent and objective approach, ethical standards and commitment to transparency and long-term stakeholder value. She holds an MBA with specialization in Marketing and a BBA with specialization in Fashion Designing. She has also completed a Diploma in Import-Export Management and

		courses in Commercial Arts and Web Designing & Multimedia. She has professional experience in financial accounting, reporting, budgeting and analysis, as well as training and communication. With her professional knowledge, business acumen, financial understanding and focus on good corporate governance, she brings valuable experience and an independent perspective to the Board.
7.	Nature of expertise in specific functional areas	Ms. Shruti has total 20 years of experience and expertise in the area of **Corporate Governance, Regulatory Compliance, Strategic Decision-Making, Risk Management, Board and Committee Oversight, Financial Acumen, ESG & CSR matters, and Stakeholder Communication**. She possesses an independent and objective approach, sound business understanding and a strong focus on ethical decision-making, transparency and long-term value creation.
8.	Remuneration last drawn by Ms. Shruti if any,	Nil
9.	Listed entities (other than Sunita Bonds & Holdings Limited) in which Shruti holds directorship and committee membership	**Super Fine Knitters Limited** **Mihika Industries Ltd** **Logic Infotech Limited**
10.	Number of Shares held in Company as on 31st March 2026	Nil
11.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a director	**Super Fine Knitters Limited** • Members of Nomination and Remuneration Committee • Member of Stakeholders Relationship Committees **Mihika Industries Limited** • Member of audit committee • Member of Nomination and Remuneration Committee • Member of Stakeholders Relationship Committee
12.	Membership of Committee of the Board of Director of the Company	• Member of audit committee • Member of Nomination and Remuneration Committee • Member of Stakeholders Relationship Committee
13.	Disclosure of inter-se relationships between directors and KMP	Ms. Shruti is not related to any of the existing Directors of the company
14.	Listed entities from which Shruti has resigned in past three years	Nil
15.	Number of Meetings of the Board attended during the year	Nil

ITEM NO. 5 Approval for Re-designation of Mrs. Priyanka Mittal (DIN: 07471560) from Non-Executive to Executive-Whole Time Director

The Members of the Company are informed that **Mrs. Priyanka Mittal (DIN: 07471560)** is presently serving as a **Non-Executive Director** of the Company.
Considering her experience, knowledge, contribution and involvement in the affairs of the Company, the Board of Directors, based on the recommendation of the **Nomination and Remuneration Committee**, at its meeting held on **May 29, 2026**, has approved the re-designation of **Mrs. Priyanka Mittal from Non-Executive to Executive-Whole Time Director** of the Company, subject to the approval of the Members and such other approvals as may be required under applicable laws.
The proposed re-designation is intended to enable **Mrs. Priyanka Mittal** to assume greater executive responsibilities and participate more actively in the day-to-day management and affairs of the Company. The Board is of the view that her experience and understanding of the Company's business will be beneficial to the Company in her proposed executive role.
Accordingly, approval of the Members is sought for the re-designation of **Mrs. Priyanka Mittal as Executive-Whole Time Director**, liable to retire by rotation, for a period of **five (5) years commencing from May 29, 2026**, on such terms and conditions, including remuneration, perquisites and other benefits, as may be approved by the Members and as set out below.

TERMS AND CONDITIONS OF APPOINTMENT

The principal terms and conditions of appointment of Mrs. Priyanka Mittal as Executive Director are as follows:

Particulars	**Details**
Name	Mrs. Priyanka Mittal
DIN	07471560
Designation	Executive-Whole Time Director
Nature of appointment	Re-designation from Non-Executive Director to Executive-Whole Director
Term of appointment	Five (5) years
Commencement of term	May 29, 2026
Period of appointment	May 29, 2026 to May 28, 2031
Retirement by rotation	Liable to retire by rotation
Salary	₹1,00,000/- per month
Allowances & Perquisites	As per Company Policy
Commission/Incentive	As per Company Policy
Other Benefits	As per Company Policy
Reimbursement of expenses	Reimbursement of reasonable expenses incurred in connection with the business and affairs of the Company
Minimum remuneration	In the event of absence or inadequacy of profits, remuneration shall be governed by the applicable provisions of Schedule V to the Companies Act, 2013

The Board of Directors and the Nomination and Remuneration Committee shall be entitled to alter, vary, revise or modify the terms and conditions of appointment and remuneration of Mrs. Priyanka Mittal from time to time, subject to the provisions of the Companies Act, 2013, Schedule V thereto, the SEBI Listing Regulations and other applicable laws, provided that such alteration, variation or modification shall be within the overall limits approved by the Members and prescribed under applicable law.

JUSTIFICATION FOR THE PROPOSED RE-DESIGNATION

Mrs. Priyanka Mittal has been associated with the Company in the capacity of Non-Executive Director and has acquired an understanding of the Company's business, operations and affairs.

The Company proposes to utilize her experience, knowledge and managerial capabilities in an executive capacity. The proposed redesignation will enable her to undertake greater responsibilities in the management and operations of the Company and contribute more actively towards achieving the Company's business objectives and long-term growth.

The Nomination and Remuneration Committee and the Board of Directors are of the opinion that the proposed appointment and remuneration are appropriate and commensurate with the responsibilities to be entrusted to **Mrs. Priyanka Mittal.**

INFORMATION REQUIRED UNDER SCHEDULE V TO THE COMPANIES ACT, 2013

The requisite particulars relating to Mrs. Priyanka Mittal are set out below:

Particulars	**Details**
Name of Managerial Personnel	Mrs. Priyanka Mittal
DIN	07471560
Designation	Executive-Whole Time Director
Age / Date of Birth	10/06/1989
Nationality	Indian
Date of first appointment on the Board	31-05-2024
Date of appointment/re-designation as Executive Director	May 29, 2026
Term of appointment	Five (5) years, from May 29, 2026 to May 28, 2031
Qualifications	Bachelor's degree in BSE (IT)
Experience / Expertise	Ms. Priyanka Mittal holds a Bachelor's degree in BSE (IT). she is engaged with both private and public companies, leveraging her extensive business acumen.
Last drawn remuneration	NIL
Proposed remuneration	₹1,00,000/- per month plus allowances, perquisites and other benefits as stated above
Date of first appointment as Director	19-11-2024
Shareholding in the Company	NIL
Relationship with other Directors / Key Managerial Personnel	Mrs. Priyanka Mittal, is wife of Managing Director Mr. Rohit Mittal and daughter in law of Non-Executive Director Mrs. Lalita Mittal of the company
Other Directorships	NIL
Membership/Chairmanship of Committees of other Boards	NIL
Number of Board Meetings attended during the financial year	7
Terms and conditions of appointment	As stated above

GENERAL INFORMATION

1. Nature of industry: Company is engaged in the business of Non-Banking Finance Company

2. Date or expected date of commencement of commercial production: Not applicable
3. In case of new companies, expected date of commencement of activities: Not Applicable

4. Financial performance based on given indicators:

Particulars	**F Y 2025-26 Rs. In "000"**
Revenue	₹ 8835.72
Profit/(Loss) before Tax	₹ 454.42
Profit/(Loss) after Tax	₹336.27

5. Foreign investments or collaborations, if any: No Foreign Collaboration

INFORMATION ABOUT THE APPOINTEE
Mrs. Priyanka Mittal has the requisite qualifications, experience and expertise for discharging the duties and responsibilities associated with the position of Executive Director.
The Board is of the opinion that her continued association with the Company in an executive capacity will be beneficial to the Company's operations and future growth.

REMUNERATION
The proposed remuneration has been determined considering the nature and extent of responsibilities to be undertaken by Mrs. Priyanka Mittal, her experience and expertise, and the prevailing remuneration practices for similar positions.
The remuneration shall be subject to the overall limits prescribed under **Sections 197 and 198 read with Schedule V** and other applicable provisions of the Companies Act, 2013, as amended from time to time, and the applicable provisions of the SEBI Listing Regulations.
In the event that the Company has no profits or its profits are inadequate in any financial year during the tenure of Mrs. Priyanka Mittal, the remuneration payable to her shall be subject to the limits and conditions prescribed under **Schedule V to the Companies Act, 2013**, and such other approvals as may be required under applicable law.

DISCLOSURE OF INTEREST

Except Mrs. Priyanka Mittal, Mr. Rohit Mittal and Mrs. Lalita Mittal, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.
Mrs. Priyanka Mittal is concerned or interested in the proposed Resolution as the Resolution relates to her redesignation and appointment as Executive Director of the Company and the terms and conditions thereof.

Mr. Rohit Mittal, being the husband of Mrs. Priyanka Mittal, and Mrs. Lalita Mittal, being the mother-in-law of Mrs. Priyanka Mittal, are deemed to be concerned or interested in the proposed Resolution by virtue of their relationship with Mrs. Priyanka Mittal and to the extent of their respective shareholding, in the Company.
As stated above, none of the Directors, Key Managerial Personnel or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

INSPECTION OF DOCUMENTS
The relevant documents relating to the proposed appointment/re-designation, including the terms and conditions of appointment and remuneration, shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be made available electronically in accordance with applicable provisions of law.

BOARD'S RECOMMENDATION
The Nomination and Remuneration Committee has recommended the proposed redesignation and appointment of

Mrs. Priyanka Mittal as Executive Director.
The Board of Directors, after considering the recommendation of the Nomination and Remuneration Committee, is of the opinion that the proposed redesignation and appointment of Mrs. Priyanka Mittal as Executive-Whole Time Director is in the best interests of the Company and recommends the **Special Resolution** set out at **Item No. 5** of the accompanying Notice for approval by the Members.

Except Mrs. Priyanka Mittal, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the said Resolution, except to the extent of their respective shareholding, if any, in the Company.

Additional Information on Directors recommended for seeking appointment/re-appointment as required pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

S. No.	**Name of the Director**	Rakshit Tayal
1.	DIN	10666463
2.	Date of Birth	10/05/1990
3.	Original date of Appointment	20/06/2024
4.	Qualification	Graduate
5.	Profile/ Expertise	Mr. Rakshit Tayal (DIN: 10666463), holds graduate degree. He is engaged with both private and public companies, leveraging her extensive business acumen.
6.	Directorship in other Listed Entities	Nil
7.	Listed entities from which Priyanka Mittal has resigned in past three years	Nil
8.	Remuneration Proposed to be pay	None
9.	Number of Shares held in Company	Nil
10.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stakeholders Relationship Committee
11.	Chairman / Member of the Committee(s) of Board of Directors of other Listed companies in which he is a Director	nil
12.	Disclosure of inter-se relationships between directors and KMP	Mr. Rakshit Tayal has no inter-se Relationship with any director and KMP

SUNITA BONDS & HOLDINGS LIMITED
REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072
CORP OFFICE: 324A, Third Floor, Agarwal Plaza, Sec-14 Rohini, Delhi-110085
CIN- L65925WB1983PLC035697
Website: https://sunitabonds.com Email: sbhlplc@gmail.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative	
Name of the proxy (to be filed in if proxy attends instead of the member).	

I certify that I am a registered Shareholder/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on Monday, September 28, 2026, at 02:00 P.M at the **REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072**

Signature of the Member/Proxy
(To be signed at the time of handing over the slip)

SUNITA BONDS & HOLDINGS LIMITED
REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072
CORP OFFICE: 324A, Third Floor, Agarwal Plaza, Sec-14 Rohini, Delhi-110085
CIN- L65925WB1983PLC035697
Website: https://sunitabonds.com Email: sbhlplc@gmail.com

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
Venue of the Meeting: " REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072
Date and Time: Monday, September 28, 2026, at 02:00 P.M.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID/ Regd. Folio No.	
No. of shares held	

I/We, being the member(s) of …………. shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Monday, September 28, 2026, at 02:00 P.M. at the registered office **40B, Princep Street, Kolkata, West Bengal, India, 700072** and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: ______________________ Address: ________________________________

E-mail ID: ______________________ Signature: ________________________________

or failing him/her

2. Name: ______________________ Address: ________________________________

E-mail ID: ______________________ Signature: ________________________________

or failing him/her

3. Name: ______________________ Address: ________________________________

E-mail ID: ______________________ Signature: ________________________________

or failing him/her

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
Ordinary Business				
1.	Adoption of Financial Statements for the year ended March 31, 2026 along with Auditor's and Director's Report thereon.			
2.	To appoint a director in place of Mr. Rakshit Tayal (DIN: 10666463), who retires by rotation and being eligible, offers himself for re-appointment			
Special Business				
3.	To approve appointment of Ms. Savitri Kumari (Din-07829284) as a non-executive, independent director of the company			
4.	To approve appointment of Ms. Shruti (Din- 10310241) as a non-executive, independent director of the company.			
5.	To approve the re-designation of Mrs. Priyanka Mittal (Din:07471560) from non-executive director to executive-whole time director.			

Signature of shareholder ...………………………………. Signature of Proxy holder(s) ………………………………

Signed this …....... Day of …………...…………… 2026

Affix Revenue Stamp

Note:

a. This is optional to put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

b. 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.

c. A Proxy need not be a member of the Company.

d. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

SUNITA BONDS & HOLDINGS LIMITED
REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072
CORP OFFICE: 324A, Third Floor, Agarwal Plaza, Sec-14 Rohini, Delhi-110085
CIN- L65925WB1983PLC035697
Website: https://sunitabonds.com Email: sbhlplc@gmail.com

FORM NO. MGT-12
POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

CIN: L65925WB1983PLC035697
Name of the Company: Sunita Bonds & Holdings Limited
Venue of the Meeting: " REGD. OFFICE 40B, Princep Street, Kolkata, West Bengal, India, 700072
Date and Time: Monday, September 28, 2026, at 02:00 P.M.

BALLOT PAPER

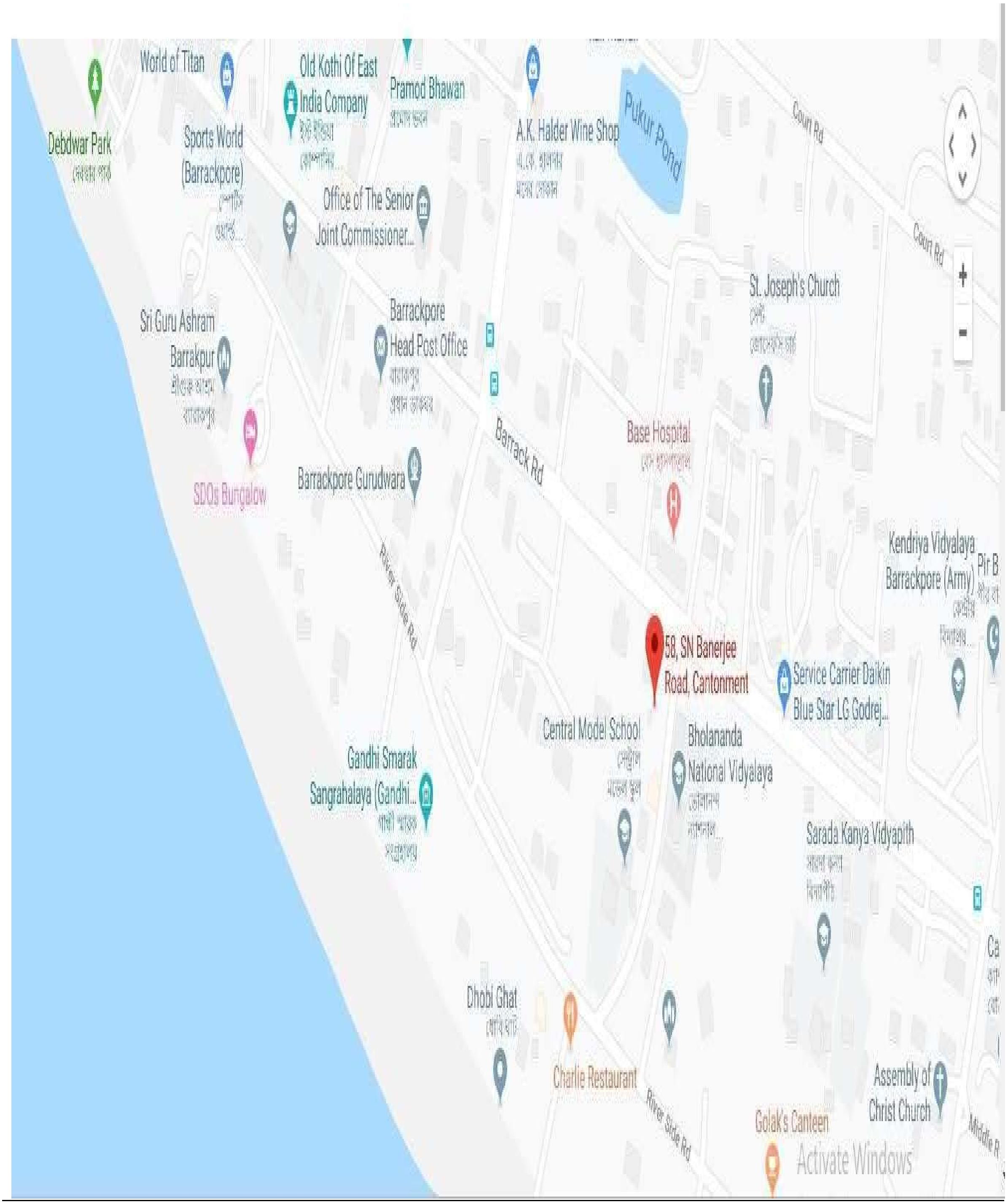
S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No.	
4.	Class of Share	

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
Ordinary Business				
1.	Adoption of Financial Statements for the year ended March 31, 2026 along with Auditor's and Director's Report thereon			
2.	To appoint a director in place of Mr. Rakshit Tayal (DIN: 10666463), who retires by rotation and being eligible, offers himself for re-appointment			
Special Business				
3.	To approve appointment of Ms. Savitri kumari (Din-07829284) as a non-executive, independent director of the company			
4.	To approve appointment of Ms. Shruti (Din- 10310241) as a non-executive, independent director of the company.			
5.	To approve the re-designation of Mrs. Priyanka Mittal (Din:07471560) from non-executive director to executive-whole time director			

Place:
Date:
(Signature of the shareholder)

ROUTE MAP


World of Titan
Old Kothi Of East India Company
Pramod Bhawan
Debdwar Park
Sports World (Barrackpore)
A.K. Halder Wine Shop
Pukur Pond
Court Rd
Office of The Senior Joint Commissioner...
St. Joseph's Church
Sri Guru Ashram Barrakpur
Barrackpore Head Post Office
Barrack Rd
Base Hospital
SDOs Bungalow
Barrackpore Gurudwara
River Side Rd
Kendriya Vidyalaya Barrackpore (Army)
58, SN Banerjee Road, Cantonment
Service Carrier Daikin Blue Star LG Godrej...
Central Model School
Bholananda National Vidyalaya
Gandhi Smarak Sangrahalaya (Gandhi...
Sarada Kanya Vidyapith
Dhobi Ghat
Charlie Restaurant
Assembly of Christ Church
Golak's Canteen
Activate Windows

DIRECTOR'S REPORT

Dear Members,

Your directors have pleasure in presenting the **44th Annual Report** of **Sunita Bonds & Holdings Limited** ("the Company") together with the Audited Financial Statements for the financial year ended **March 31, 2026**.

Your directors are pleased to present the performance and affairs of the Company for the financial year under review. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Auditors' Report thereon, form part of this Annual Report.

Your Board places on record its appreciation for the continued trust and support of the Company's shareholders, customers, business associates, bankers, regulatory authorities, and all other stakeholders. The Directors also acknowledge the dedication and commitment of the employees, whose continued efforts have contributed to the Company's performance during the year under review.

COMPANY OVERVIEW

Sunita Bonds & Holdings Limited ("the Company") is a Public Limited Company incorporated on January 18, 1983, and registered with the Registrar of Companies, Kolkata. The Company is engaged in the financial services sector, primarily carrying on financial intermediation activities, including investment management, financial advisory, asset management, and related financial services.

The Company is committed to providing innovative and efficient financial solutions that support the evolving needs of businesses and individuals while creating sustainable value for its stakeholders.

The Company's Corporate Identification Number (CIN) is L65925WB1983PLC035697. As on March 31, 2026, the Company has an authorized share capital of ₹2.87 lakh and a paid-up share capital of ₹2.81 lakh. The registered office of the Company is situated at **40B, Princep Street, Kolkata – 700072, West Bengal.**

FINANCIAL RESULTS

The financial performance of your Company for the year ended March 31, 2026 is summarized below:

Particulars	**Amount (In Rs. Lakhs)**	
	FY 2025-26	**FY 2024-25**
Revenue from Operations	88.29	2.90
Other Income	0.06	16.42
Total Revenue	88.35	19.32
Profit before tax	4.54	1.80
Provision for tax	1.18	0.45
Deferred Tax	-	-

Profit after tax	3.36	1.35
EPS (Rs.)	0.48	0.19

STATE OF YOUR COMPANY'S AFFAIRS

During the financial year under review, the Company recorded a significant improvement in its financial performance. The total revenue of the Company increased to **₹88.29 Lakhs** as compared to **₹19.32 Lakhs** in the previous financial year. The Company reported a **Profit after Tax of ₹3.36 Lakhs** for the financial year ended **March 31, 2026**, as against a **Profit after Tax of ₹1.35 Lakhs** in the previous year.

The improvement in revenue and profitability reflects the Company's continued focus on operational efficiency, prudent financial management, and business development initiatives. Your Directors remain committed to further strengthening the Company's financial performance and creating sustainable value for all stakeholders.

With the positive outlook for the Indian economy and the financial services sector, the Company will continue to pursue growth opportunities, enhance operational efficiencies, and expand its business activities. The Board believes that its strategic initiatives, customer-centric approach, and emphasis on innovation will support sustainable growth and improved profitability in the years ahead.

RESERVES

During the financial year under review, the Company has transferred **₹0.48 Lakhs** out of the profits of the year to the **General Reserve**, with a view to strengthening its reserve base and supporting future business requirements.

DIVIDEND

With a view to conserving the Company's financial resources for business operations, meeting working capital requirements, and supporting future growth initiatives, the Board of Directors has decided not to recommend any dividend on the Equity Shares of the Company for the financial year ended **March 31, 2026**.

SHARE CAPITAL

The Authorized Share Capital of the Company as on March 31, 2026 is Rs. 2,87,00,000 /- (Two Crore Eighty-seven Lakh Only) out of total share capital Rs. 2,75,00,000(Two Crore Seventy-Five Lakh Only) Equity Share Capital divided into 27,50,000 (Twenty-Seven Lacs Fifty Thousand Only) Equity shares of Rs. 10 each (Rupees Ten) each and Rs.12,00,000/- (Twelve lakhs only) Preference Shares Capital divided into Rs. 1,20,000 /- (One Lacs Twenty Thousand Only) preference shares of Rs. 10 each (Rupees Ten) each.

The Authorized Share Capital of the Company as on March 31, 2025 is Rs. 2,87,00,000 /- (Rupees Two Crore Eighty-seven Lakh Only) divided into Rs. 2,75,00,000(Two Crore Seventy-Five Lakh Only) Equity Shares Capital of Rs. 10 each (Rupees Ten) each and Rs.12,00,000/- (Twelve lakhs only) Preference Shares Capital of Rs. 10 each (Rupees Ten) each.

Issued, Subscribed and Paid up share capital of the Company as on March 31, 2026 is 2,81,50,000 /- (Rupees Two Crores Eighty One lacs Fifty Thousand only) divided into Equity capital and preference share capital.

a) 2,69,50,000/-(Two Crore Sixty-Nine Lakh Fifty Thousand only) Equity Share capital divided into 26,95,000 (Twenty six lakh ninety-five thousand) Equity Shares of Rs. 10 each (Rupees Ten) each.
b) 12,00,000/-(twelve lakh only) preference share capital divided into 1,20,000 (one lakh twenty thousand) preference share of Rs. 10 each (Rupees Ten) each.

Your company had issued 20,00,000 (Twenty lakhs) convertible warrants on preferential allotment and private placement basis to the allotee as approved by the shareholders in the EGM held on February 22, 2025.

ISSUE, ALLOTMENT, CONVERSION OF WARRANTS

During the financial year 2025–26, Your Company issued 20,00,000 convertible warrants dated January 23 2025 on a preferential basis to Promoters/Non-Promoters pursuant to the shareholders' approval obtained at the Extraordinary General Meeting held on February 22, 2025, and the same has been allotted to the allotees dated March 20, 2025 in compliance with the provisions of the Companies Act, 2013 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Each warrant entitles the holder to apply for and be allotted one fully paid-up Equity Share of face value ₹10 each at a price of ₹26.50 per share (including premium of Rs. 16.50), within a period of [18 months] from the date of allotment.

Warrants issued, were converted into Equity Shares during the year dated June 04, 2025 under review upon receipt of the full subscription money and receipt of written Requests from the Warrant holders for the exercise of the option for conversion of Warrants allotted to them from the respective allottees.

Your Board accordingly approved the allotment of 20,00,000 Equity Shares dated June 04, 2025.

Your Company obtained the **in-principal approval** from MSEI Limited dated March 06, 2025 for the issue of the Equity Shares on preferential basis pursuant to conversion of warrants, vide letter dated MSE/LIST/2025/244. Subsequently, Your Company received the **listing approval** from MSEI Limited dated June 25, 2025 for the listing Equity Shares on conversion of warrants vide letter dated MSEI/LIST/2025/604.Thereafter dated July 11, 2025 Your company has also received trading approval from MSEI Limited for the trading of Equity Shares on the exchange, vide letter dated MSEI/LIST/17497/2025.Now the new Equity Shares of the company have been listed and are being traded on MSEI Limited.

The funds raised through Warrant subscription and conversion are being utilized for purpose in line with the disclosures made at the time of issuance.

DEPOSITS

During the year under review, Your Company has not accepted any deposits from the public under Section 73 of the Companies Act, 2013 and rules made there under. There is no unclaimed or unpaid deposit lying with Your Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Your Company had made some investments, and given loans, guarantees and securities covered under Section 186 of the Companies Act,2013 during the financial year under review. The details in respect of investments as per Section 186 (4) made have been disclosed in the notes to the Financial Statements.

CHANGE IN NATURE OF BUSINESS

During the year under review there is no change in the nature of business of Your Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information required to be given pursuant to section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 and forming part of Board's Report for the year ended March 31, 2026 are given as below:

A. Conservation of Energy

The provision related conservation of energy does not apply to company, therefore the information as required under the Companies (Accounts) Rules, 2014 is not given. However, the company is conscious about its responsibility to conserve energy, power, and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

B. Technology Absorption

Your company has not imported any technology. However, we believe and use information technology extensively in all spheres of our activities to improve efficiency levels.

Expenditure on Research and Development

During the period under review Your Company has not incurred any expenditure on R&D.

S. No.	Parameters	F.Y. 2025-26	F.Y.2024-25
a)	Capital Expenditure	0.00	0.00
b)	Recurring	0.00	0.00

C. Foreign Exchange Earnings and Outgo

Details of Foreign Exchange, earnings and outgo are given as below:-

S. No.	Particulars	F.Y. 2025-26	F.Y.2024-25
1)	Foreign Exchange earning	Nil	Nil
2)	Foreign exchange outgoing	Nil	Nil

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF YOUR COMPANY

In the opinion of the Board of Directors, there have been no material changes or commitments affecting the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in "**Annexure-A"** of this Report.

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to the provisions of Section 134 of the Companies Act, 2013 read with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report, forming part of the Annual Report, is presented in compliance with the applicable statutory and regulatory requirements.
The said Report provides, inter alia, an overview of the industry structure and developments, opportunities and threats, segment-wise performance, outlook, risks and concerns, internal control systems and their adequacy, financial performance, and material developments in human resources.
The Management Discussion and Analysis Report is annexed hereto and forms part of this Annual Report as **Annexure B**.

CORPORATE GOVERNANCE

Pursuant to Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the provisions relating to Corporate Governance are not applicable to the Company for the financial year under review, as the Company does not meet the prescribed thresholds relating to paid-up equity share capital and net worth.

Notwithstanding the above, the Company remains committed to maintaining the highest standards of corporate governance, transparency, ethical business practices, and accountability. The Company shall comply with the applicable Corporate Governance requirements under the SEBI LODR Regulations as and when the same become applicable.

SUBSIDIARIES, HOLDING, JOINT VENTURES OR ASSOCIATE COMPANIES

Your Company does not have any Subsidiary, Holding, Joint Venture or Associate Company

RISK MANAGEMENT

The Company has established a robust risk management framework to identify, assess, monitor, and mitigate risks that may affect its business operations and long-term objectives. The key business risks arise from the operating environment, ownership structure, management, systems and policies, while the principal financial risks relate to asset quality, liquidity, profitability, and capital adequacy.
Risk management is an integral part of the Company's business strategy and governance framework. Business risk evaluation and management is a continuous process undertaken across the organization to identify potential risks, implement appropriate mitigation measures, and capitalize on emerging business opportunities. The Board periodically reviews the risk management framework to ensure its effectiveness and adequacy in addressing the evolving business environment.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, relating to Corporate Social Responsibility ("CSR"), are not applicable to the Company during the financial year under review, as the Company does not meet the prescribed thresholds for applicability of the CSR provisions.
Accordingly, the Company was not required to constitute a Corporate Social Responsibility Committee, formulate a CSR Policy, or incur any expenditure towards CSR activities during the financial year.

INTERNAL CONTROL SYSTEMS

The Company has established adequate internal financial controls commensurate with the nature, size, and complexity of its business operations. These controls are designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, timely preparation of reliable financial information, and compliance with applicable laws, regulations, and internal policies.
The Company's internal control framework is supported by an effective internal audit mechanism, which periodically reviews the adequacy and operating effectiveness of the internal controls, systems, and processes. The observations and recommendations arising from the internal audit are reviewed by the Management, and appropriate corrective actions are taken to strengthen the control environment. The Board is of the opinion that the internal financial controls of the Company are adequate and were operating effectively during the financial year under review.

COMPLIANCE WITH ENVIRONMENTAL AND LABOUR LAWS

The Company has complied with all applicable environmental, labour, and other statutory laws and regulations during the financial year under review. The Company remains committed to conducting its operations in a responsible and sustainable manner and continues to take appropriate measures to ensure environmental protection, conservation of resources, and compliance with all applicable environmental requirements.
The Company also places significant emphasis on the health, safety, and welfare of its employees and is committed to providing a safe and secure working environment. Necessary policies, systems, and practices are in place to promote workplace safety and ensure compliance with the applicable labour laws and occupational health and safety requirements.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Board of Directors

As on March 31, 2026, Your Board comprised of 6 (Six) Directors which includes Two (2) Managing Director, Three (3) Non-Executive Directors and One (1) Independent Directors (including women director). Your Directors on the Board possess experience, competency and are renowned in their respective fields. All Directors are liable to retire by rotation except Independent Directors whose term of 5 consecutive years was approved by the Shareholders of the Company in the Annual General Meeting.

Composition of Board of Directors:

S. No	Name	Status
1.	Mr. Indranil Dhar	Managing Director
2.	Mr. Rohit Mittal	Jt. Managing Director
3.	Mrs. Lalita Mittal	Non-Executive Director
4.	Mrs. Priyanka Mittal	Non-Executive Director

5.	Mr. Rakshit Tayal	Non-Executive Director
6.	Mrs. Barnali Mondal	Independent Director

During the financial year and till the ensuing AGM, following change in Management:

1. Ms. Savitri Kumari is appointed as Non-Executive Additional Independent Director w.e.f, August 27, 2026 subject to approval of shareholders in the AGM held on 28.09.2026.
2. Ms. Shruti is appointed as Non-Executive Additional Independent Director w.e.f, August 27, 2026 subject to approval of shareholders in the AGM held on 28.09.2026.
3. Designation of Mrs. Priyanka Mittal is changed from Non-executive to Executive-Whole Time Director w.e.f, May 29, 2026 subject to approval of shareholders in the AGM held on 28.09.2026.

CHANGES IN MANAGEMENT

During the financial year 2025–26, with the approval of the shareholders, Mrs. Priyanka Mittal was re-designated from the position of Non-Executive Director to Executive Director of the Company. Further, she was also appointed as the Chief Financial Officer (CFO) of the Company with effect from the date approved by the Board and the shareholders, as applicable.
The Board places on record its confidence in Mrs. Priyanka Mittal and believes that her leadership and experience will contribute significantly to the continued growth and success of the Company.

KEY MANAGERIAL PERSONNAL

S. No	Name	Status
1.	Anup Kumar Pandey	Company Secretary & Compliance Officer
2.	Priyanka Mittal	Chief Financial Officer

Change in Key Managerial Personnel

Mrs. Priyanka Mittal appointed on the position of Chief Financial Officer w.e.f May 29, 2026.

DIRECTORS RETIRES BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Rakshit Tayal (DIN: 10666463), Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment.
The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, recommends the re-appointment of Mr. Rakshit Tayal (DIN: 10666463) as a Director of the Company. The resolution seeking approval of the members for his re-appointment has been included in the Notice convening the ensuing Annual General Meeting.
The brief profile and other relevant details of Mr. Rakshit Tayal (DIN: 10666463), as required under Section 102 of the Companies Act, 2013 read with the applicable rules made thereunder, are provided in the explanatory statement annexed to the Notice of the Annual General Meeting.

BOARD EVALUATION

Pursuant to the provisions of Section 134(3)(p) and Section 178(2) of the Companies Act, 2013, read with the applicable rules made thereunder, the Board of Directors has carried out an annual performance evaluation of the Board as a whole, its Committees, and individual Directors.
The performance evaluation of the Board was conducted after seeking inputs from all the Directors on various parameters, including Board composition and structure, effectiveness of Board processes, quality and timeliness of information provided to the Board, participation and contribution of Directors, and overall functioning of the Board.
The performance evaluation of the Committees of the Board was carried out after obtaining feedback from the respective Committee members based on parameters such as composition of Committees, effectiveness of Committee meetings, discharge of their respective functions, and overall contribution towards achieving the

objectives of the Company.
A separate meeting of the Independent Directors was held in accordance with the provisions of Schedule IV of the Companies Act, 2013, wherein the performance of the Non-Independent Directors, the Board as a whole, and the Chairperson of the Company was evaluated, taking into account the views of Executive and Non-Executive Directors.
The outcome of the evaluation was discussed at the subsequent Board Meeting, wherein the performance of the Board, its Committees, and individual Directors was reviewed and deliberated upon. The performance evaluation of Independent Directors was carried out by the entire Board, excluding the Independent Director being evaluated. The Board was satisfied with the performance and effectiveness of the Board, its committees, and individual Directors during the financial year under review.

DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to the provisions of Section 149(7) of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.
The Independent Directors have further confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective and independent judgment. The declarations received from the Independent Directors have been duly noted and taken on record by the Board.
Further, the Independent Directors have complied with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherever applicable, relating to their independence and eligibility.

FAMILIARIZATION PROGRAMME FOR DIRECTORS

The Company has established an induction and familiarization programme for its director, including Independent Directors, with the objective of providing them with an understanding of the Company's business operations, industry dynamics, organizational structure, roles and responsibilities, and the regulatory framework applicable to the Company.
The programme enables the Director to familiarize themselves with the nature of the industry, business model, strategic objectives, policies, and procedures of the Company, thereby facilitating effective contribution and informed decision-making at the Board level.
The details of the familiarization programme undertaken by the Company are available on the Company's website, wherever applicable.

DIRECTORS’ NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178(3) of the Companies Act, 2013, the Company has adopted a Nomination and Remuneration Policy, which sets out the criteria for determining qualifications, positive attributes, independence of Directors, and other matters relating to the appointment and remuneration of Directors, Key Managerial Personnel, and other employees.
The appointment of Directors is considered by the Nomination and Remuneration Committee, wherever applicable, based on the prescribed criteria and recommendations made to the Board for approval. The Committee is responsible for formulating the criteria for determining the qualifications, positive attributes, and independence of a director and for recommending to the Board an appropriate policy relating to the remuneration of Directors, Key Managerial Personnel, and other employees.
The Nomination and Remuneration Committee ensures that:
a) The level and composition of remuneration is reasonable and sufficient to attract, retain, and motivate Directors and other employees possessing the required skills, experience, and expertise to successfully manage the affairs of

the Company;
b) The relationship of remuneration with performance is clear and aligned with appropriate performance benchmarks; and
c) The remuneration structure for Directors and Senior Management Personnel maintains an appropriate balance between fixed and incentive-based compensation, reflecting short-term and long-term performance objectives and the Company's goals.
During the financial year under review, none of the Directors of the Company were paid any remuneration.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors hereby confirms that:

a) In the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed and there are no material departures from the same requiring any specific explanation;
b) The Directors have selected appropriate accounting policies and applied them consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026, and of the profit and loss of the Company for the financial year ended on that date;
c) The Directors have taken proper and sufficient care 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 frauds and other irregularities;
d) The Directors have prepared the annual accounts for the financial year ended March 31, 2026, on a going concern basis;
e) The Directors have laid down adequate internal financial controls to be followed by the Company and such internal financial controls were adequate and operating effectively during the financial year under review; and
f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively during the financial year under review.

MEETINGS

Board Meetings

During the financial year 2025–26, the Board of Directors of the Company met Seven (7) times. The meetings of the Board were held on **May 30, 2025, June 04, 2025, August 07, 2025, September 03, 2025, November 13, 2025, December 19, 2025 and February 11 2026.**

The intervening gap between two consecutive Board Meetings was within the limits prescribed under the provisions of the Companies Act, 2013. The proceedings and minutes of the meetings of the Board of Directors were duly recorded, circulated, and maintained in accordance with the applicable provisions of the Companies Act, 2013 and the Secretarial Standards issued by the Institute of Company Secretaries of India.

The Company Secretary of the Company acts as the Secretary to the Board Meetings and is responsible for ensuring compliance with the applicable statutory requirements, preparation and circulation of the agenda, recording of minutes, and maintenance of proper records of the proceedings of the meetings in accordance with the provisions of the Companies Act, 2013 and applicable Secretarial Standards.

The Statutory Auditors, Internal Auditors, Executive Directors, and Chief Financial Officer of the Company are invited to attend the meetings of the Board and its Committees, wherever required, to provide their inputs, clarifications, and assistance on matters placed before the Board for consideration.

The composition of the Board of Directors, their attendance at the Board Meetings held during the financial year 2025–26, and their attendance at the last Annual General Meeting are provided below:

Name of the Director	**Category**	**Number of Board Meetings during the year**		**Attendance of Last AGM**
		Held	Attended	
Mr. Indranil Dhar	Managing Director	7	7	Yes
Mr. Rohit Mittal	Joint Managing Director	7	7	Yes
Mrs. Lalita Mittal	Non-Executive- Director	7	7	Yes
Mrs. Priyanka Mittal	Non-Executive- Director	7	7	Yes
Mr. Rakshit Tayal	Non-Executive- Director	7	7	Yes
Mrs. Barnali Mondal	Non-Executive- Independent Director	7	7	Yes

INFORMATION PLACED BEFORE THE BOARD

In terms of the provisions of the Companies Act, 2013, the applicable Secretarial Standards on Meetings of the Board of Directors (SS-1), and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors is provided with all relevant, necessary, and materially significant information to enable it to discharge its responsibilities effectively.

Such information is circulated as part of the agenda papers in advance of the Board Meetings or tabled at the meetings, as may be appropriate. The information placed before the Board, inter alia, includes the following:

- Annual operating plans of the business, capital budgets, and updates thereon;
- Quarterly and annual financial results of the Company and its operating divisions or business segments;
- Information on recruitment and remuneration of senior officers immediately below the Board level, including appointment or removal of the Chief Financial Officer and the Company Secretary;
- Details of materially important litigations, show cause notices, demand notices, prosecution notices, and penalty notices;
- Fatal or serious accidents, if any;
- Material defaults, if any, in financial obligations to and by the Company or substantial non-payment for services rendered by the Company;
- Any issue involving possible public liability claims of substantial nature, including any judgment or order having adverse implications on the Company;
- Transactions involving substantial payments towards goodwill, brand equity, or intellectual property;
- Significant developments on the human resources front;
- Sale or disposal of material assets or investments not in the normal course of business;
- Quarterly updates on returns from deployment of surplus funds;
- Instances of non-compliance with regulatory or statutory provisions or listing requirements, including matters relating to shareholder services such as non-payment of dividend or delays in share transfer, if any; and
- Significant labour issues and developments in industrial relations, including wage agreements or implementation of voluntary retirement schemes, if applicable.

The Board is kept fully informed of all material developments affecting the Company to ensure transparent governance and informed decision-making.

COMMITTEE MEETINGS

Audit Committee

The Audit Committee of the Board of Directors has been constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 and other applicable provisions, if any. The primary objective of the Audit Committee is to assist the Board in discharging its oversight responsibilities with respect to the integrity of the Company's financial statements, financial reporting process, internal financial controls, risk management framework, statutory and internal audit functions, and compliance with applicable legal and regulatory requirements.

The Committee reviews the quarterly and annual financial statements, the reports of the Statutory Auditors and Internal Auditors, the adequacy and effectiveness of internal financial controls and internal audit systems, and monitors the implementation of audit recommendations to ensure transparency, accuracy, and integrity in financial reporting.

During the financial year 2025–26, the Audit Committee met **Four (4)** times. The meetings of the Audit Committee were held on **May 30, 2025 August 07, 2025, November 13, 2025, and February 11, 2026.** The proceedings and minutes of the meetings were duly recorded, circulated, and maintained in accordance with the provisions of the Companies Act, 2013 and the Secretarial Standards issued by the Institute of Company Secretaries of India. The minutes of the Audit Committee meetings were placed before the Board of Directors for its noting.

The Company Secretary acts as the Secretary to the Audit Committee and is responsible for convening the meetings, preparing and circulating the agenda, recording the minutes, and ensuring compliance with the applicable statutory and Secretarial Standard requirements.

The Statutory Auditors, Internal Auditors, Chief Financial Officer, and such other executives of the Company as may be required are invited to attend the meetings of the Audit Committee to provide clarifications and assistance on matters placed before the Committee.

The Composition of the Audit Committee and their attendance at the Meetings are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Mrs. Barnali Mondal	Chairman	4	4
Mr. Indranil Dhar	Member	4	4
Mr. Rakshit Tayal	Member	4	4

Nomination and Remuneration Committee

The policy formulated under Nomination and Remuneration Committee are in conformity with the requirements as per provisions of sub-Section (3) of Section 178 of Companies Act, 2013 The Company had Constituted Nomination and Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013.

The terms of reference of the remuneration committee in brief pertain to inter-alia, determining the Companies policy on and approve specific remuneration packages for executive director (s)/Manager under the Companies Act, 2013 after taking in to account the financial position of the Company, trend in the industry, appointees' qualification, experience, past performance, interest of the Company and members.

This Nomination & Remuneration committee will look after the functions as enumerated u/s 178 of the Companies Act, 2013. This Committee has comprised three directors as members out of which one member is chairman of the committee.

Name	Designation	No. of Meetings	
		Held	Attended
Mrs. Barnali Mondal	Chairman	2	2

Mr. Indranil Dhar	Member	2	2
Mr. Rakshit Tayal	Member	2	2

The Nomination and Remuneration Committee met Two (2) time during the financial year 2025-26. The meetings of Nomination and Remuneration Committee were held on May 30, 2025, and February 11, 2026.

The Minutes of the Meetings of the Nomination and Remuneration Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors are invited to the meeting as and when required. The Composition of the Nomination and Remuneration Committee and their attendance at the Meetings are as follows:

Stakeholder's Relationship Committee

The scope of the Stakeholders' Relationship Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.

In compliance with the provisions of Section 178 of the Companies Act, 2013 the Company has an independent Stakeholders' Relationship Committee to consider and resolve grievances of the Shareholders/Investors. This Committee has comprised three directors as members out of which one member is chairman of the committee.

The Stakeholder's Relationship Committee met Two (2) time during the financial year 2025-26. The meetings of Stakeholder's Relationship Committee were held on November 13, 2025 and February 02,2026.

The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors are invited to the meeting as and when required. The Composition of the Stakeholders' Relationship Committee and Their Attendance at the Meetings are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Mrs. Barnali Mondal	Chairman	2	2
Mr. Indranil Dhar	Member	2	2
Mr. Rakshit Tayal	Member	2	2

Company Secretary & Compliance Officer

Name	Mr. Anup Kumar Pandey, Company Secretary & compliance Officer
Phone No.	9599919919
Contact Address	40B, Princip Street, Kolkata, West Bengal, India, 700072,
E- mail Id	sbhlplc@gmail.com

EXTRA-ORDINARY GENERAL MEETING

During the financial year ended 31st March, 2026, no Extra-Ordinary General Meeting (EGM) was held by the Company.

AUDITORS & AUDITORS REPORT

Statutory Auditors

There are no qualifications, reservations or adverse remarks made by M/s**. T K& Associates**, Chartered Accountants (FRN: 208474C), Statutory Auditors, in their report for the financial year ended March 31, 2026.

Pursuant to provisions of Section 143(12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

In the 42nd annual general meeting of the shareholders M/s**. T K& Associates**, Chartered Accountants (FRN: 208474C), was appointed as Statutory Auditors for the period of 5 year till the conclusion of 46th Annual General Meeting of Members

The Statutory Auditors have confirmed that they are not disqualified to act as Auditors and are eligible to hold office as Auditors of your Company.

- **Statutory Auditors Observations**
  The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditor's Report does contain qualifications, reservations, adverse remarks or disclaimer.

  .**Statutory Auditors Reports**
  The Statutory Auditors have given an audit report for financial year 2025-26, are attached with this report in **ANNEXURE-D**

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed **M/s G Aakash &Associates** to undertake the Secretarial Audit of the Company for the Financial Year 2025-26.

- **Secretarial Auditors Reports**

The Secretarial Auditors have given Secretarial audit report in Form MR-3 for financial year 2025-26, are given in "**Annexure C**" of this report.

- **Secretarial Auditors Observations**
  - *In terms of Regulation 31(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the promoter(s) or promoter group does not have their 100% shareholding in dematerialized form in the Listed Entity.*
  - *We have been informed by the Company that a fine of Rs. 51,920/- was imposed by MSEI for violation of Regulation 34 of SEBI (LODR) Regulations, 2015 vide letter no. MSE/LIST/2025/1102 dated 30.10.2025. Upon receipt of the same, the Company has made an representation for waiver of penalty vide its letter dated 07.11.2025 stating that the non-compliance pertaining to Regulation 34 of SEBI (LODR) Regulations, 2015 for non-submission of the full Annual Report was due to a technical upload failure on the Exchange's filing portal. Accordingly, the MSEI had acknowledged the said representation and revoked the penalty imposed and issued an advisory vide its letter no. MSE/LIST/2025/1294 dated 18.12.2025 stating that the Company should ensure strict compliance in future to avoid any further instances of non-compliance.*

Internal Auditors
Pursuant to the provision of Section 138 of the Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the Board had appointed M/s. Shweta Goel & Co (FRN :034678C)., Chartered Accountants as the Internal Auditors of the Company for a period of one year i:e FY 2025-26.

- **Internal Auditors Reports**

The Internal Auditors have placed their internal audit report to the company.

- **Internal Auditors Observations**

Internal Audit Report was self-explanatory and need no comments.

<u>BOARD COMMENTS ON SECRETARIAL AUDITOR OBSERVATION</u>

1. *In terms of Regulation 31(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the promoter(s) or promoter group does not have their 100% shareholding in dematerialized form in the Listed Entity*

<u>Management Response</u>

The Company has taken note of the observation made by the Secretarial Auditor with respect to non-compliance with Regulation 31(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding 100% of the shareholding of the Promoter(s) and Promoter Group not being held in dematerialized form.
The Company is taking necessary steps to ensure that the entire shareholding of the Promoter(s) and Promoter Group is held in dematerialized form in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company is also coordinating with the concerned Promoter(s), Promoter Group and Registrar and Transfer Agent, for completion of the requisite formalities.

2. *We have been informed by the Company that a fine of Rs. 51,920/- was imposed by MSEI for violation of Regulation 34 of SEBI (LODR) Regulations, 2015 vide letter no. MSE/LIST/2025/1102 dated 30.10.2025. Upon receipt of the same, the Company has made an representation for waiver of penalty vide its letter dated 07.11.2025 stating that the non-compliance pertaining to Regulation 34 of SEBI (LODR) Regulations, 2015 for non-submission of the full Annual Report was due to a technical upload failure on the Exchange's filing portal. Accordingly, the MSEI had acknowledged the said representation and revoked the penalty imposed and issued an advisory vide its letter no. MSE/LIST/2025/1294 dated 18.12.2025 stating that the Company should ensure strict compliance in future to avoid any further instances of non-compliance*

<u>Management Response</u>

The Company has taken note of the observation made by the Secretarial Auditor. The Company confirms that the fine of ₹51,920/- imposed by MSEI in relation to non-compliance with Regulation 34 of the SEBI (LODR) Regulations, 2015, was subsequently revoked by MSEI upon consideration of the Company's representation.
The Company has taken due note of the advisory issued by MSEI and has strengthened its internal compliance and filing procedures to ensure timely and complete submission of statutory and regulatory filings with the Stock Exchange. The Company shall exercise due diligence to ensure strict compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015 and to avoid recurrence of such instances in the future.

<u>SIGNIFICANT AND MATERIAL ORDERS</u>

There were no significant or material orders passed by any regulator, court or tribunal during the financial year ended 31st March, 2026, which could have an impact on the going concern status of the Company or its future operations.

RELATED PARTY TRANSACTIONS:

In order to transactions with related parties falls under the scope of section 188(1) of the Act, the Information on transactions with related parties pursuant to section 134(3) (h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given as per are as per Form AOC-2.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, the annual return of the company in form MGT-7 for the year will be available on the website of the company https://sunitabonds.com/investors

DEMATERIALISATION OF SHARES

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN-**INE505E01012** has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 64.75% of the Company's Paid-up Share Capital is in dematerialized form as on 31st March, 2026.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/ WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

In order to ensure that the activities of Your Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior of the company has adopted a vigil mechanism policy. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of audit Committee, in appropriate and exceptional cases. Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Ethics Counselor or the Chairman of the audit Committee of the Company.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about irregularities within the Company. This policy is also posted on the website of the company.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to members of the Board and all employees in the course of day-to-day business operations of the company. The Code has been placed on the Company's website https://sunitabonds.com/. The Code lays down the standard procedure of business conduct which is expected to be followed by the directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2025-26:

a. Number of sexual harassment complaints received – NIL
b. Number of sexual harassment complaints disposed off - NIL
c. Number of sexual harassment complaints pending beyond 90 days – NIL

DISCLOSURES WITH RESPECT TO THE COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961:

Your Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the Period under review.

Number of employees as on the closure of the financial year

a. Female -0
b. Male - 3
c. Transgender - 0

HUMAN RESOURCES

People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.
The Company recognizes people as its most valuable asset and The Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013

During the year under review, your directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2025-26.

OTHER DISCLOSURES

Your Directors state that during the financial year 2025-26:

- Your Company did not issue any equity shares with differential rights as to dividend, voting or otherwise.
- Your Company did not issue any Sweat Equity shares.
- Your Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- During the year company has allotted convertible warrants dated March 20, 2025 and that has been also converted into equity shares dated June 04, 2025

COMPLIANCE

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Securities and Exchange Board of India (SEBI) etc.

SECRETARIAL STANDARDS OF ICSI

Pursuant to the approval by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India on April 10, 2015, the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from July 01, 2015. Thereafter, Secretarial Standards were revised with effect from April 01 2024. The Company is in compliance with the Secretarial Standards.

CORPORATESOCIAL RESPONSIBILITY

The provision of Companies Act, 2013 regarding Corporate Social Responsibility shall not be applicable to companies having net worth not exceeding Rs. 500 Cr or turnover not exceeding Rs. 1,000 Cr or net profit not exceeding Rs. 5 Cr or more during any financial year, as on the last date of previous financial year. In this connection, we wish to inform you that in respect of our company as on the last audited balance sheet as at March 31, 2026 neither the net worth exceeds Rs. 500 Cr nor turnover exceeds Rs. 1,000 Cr nor net profit exceeding Rs. 5 Cr. Hence, the provisions of Companies Act, 2013 regarding Corporate Social Responsibility would not be applicable.

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT

During the financial year ended 31st March, 2026, there were no shares lying in the Demat Suspense Account / Unclaimed Suspense Account of the Company. Accordingly, the Company provides the following disclosure:

Sr. No.	Particulars	Details
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 the Company for transfer of shares from the suspense account during the year	Nil
3.	Number of shareholders to whom shares were transferred from the 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.	Voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Not Applicable

The above disclosure is made as part of the Board's Report for the financial year ended 31st March, 2026. The provisions relating to transfer of shares from the Demat Suspense Account / Unclaimed Suspense Account and freezing of voting rights are not applicable to the Company, as there were no shares lying in such account during the year under review.

CAUTIONARY NOTE

The statements forming part of the Board's Report may contain certain forward-looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

ACKNOWLEDGEMENT

The Board expresses its sincere gratitude to the shareholders, bankers and clients for their continued support. The Board also wholeheartedly acknowledges with thanks the dedicated efforts of all the staff and employees of the Company.

By the order of the Board of Directors of
Sunita Bonds & Holdings Limited

PRIYANKA MITTAL	**ROHIT MITTAL**
(Director)	(Managing Director)
DIN: 07471560	DIN: 02527072

Date: 27/08/2026
Place: New Delhi

Annexure A

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

INFORMATION UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: **NIL**

Remuneration was paid to directors during the year under review except the sitting fees.

ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year: **NIL**

iii) The percentage increase in the median remuneration of employees in the financial year: **NIL**

iv) the number of Permanent employees on the rolls of the company : **Three**

v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **NIL**

vi) Affirmation that the remuneration is as per the remuneration policy of the company**: It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company**

DISCLOSURE UNDER RULE 5 (2) & (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OR MANAGERIAL PERSONNEL) RULES, 2014

There is directors/employees in the Company for which disclosure have to be made under the provisions of Rule 5 (2) & (3) of the Companies (Appointment and Remuneration or Managerial Personnel) Rules, 2014.

A. Names of top ten employees in terms of remuneration drawn during the financial year 2025-26:

(in `)

Name & Designation	Age (In Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	%of Equity Share held	Whether Related to Director or Manager
Anup Kumar Pandey	-	2,40,000	Compliance officer	Company Secretary	03/01/2025	-	Nil	-
Rohit Mittal	-	6,00,000	Executive Director	BBA	08/10/2024	-	Nil	Related With Lalita Mittal

								& Priyanka Mittal

B. Names of employees who are in receipt of aggregate remuneration of not less than rupees one crore and two lakh if employed throughout the financial year 2025-26:

Name & Designation	Age (In Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	%of Equity Share held	Whether Related to Director or Manager
-	-	-	-	-	-	-	-	-

C. Name of employee whose remuneration in aggregate was not less than eight lakh and fifty thousand per month if employed for part of the financial year 2025-26:

Name & Designation	Age (In Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	%of Equity Share held	Whether Related to Director or Manager
-	-	-	-	-	-	-	-	-

ANNEXURE-B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Directors are pleased to present the Management Discussion and Analysis Report of the Company for the financial year ended 31st March, 2026. The report provides an overview of the business environment, operational performance, opportunities and challenges, and the Company's overall outlook for the year under review.

1. FORWARD-LOOKING STATEMENTS

This Management Discussion and Analysis Report contains certain statements concerning the Company's objectives, expectations, projections and future prospects, which may constitute "forward-looking statements" within the meaning of applicable laws and regulations.
These statements are based on the Company's current expectations, assumptions and estimates regarding future events and are subject to various risks and uncertainties. Actual results, performance or achievements may differ materially from those expressed or implied in such statements due to various factors, including changes in economic conditions, market dynamics, government policies, regulatory requirements, exchange rates, competition and other external and internal factors.
The Company undertakes no obligation to publicly update, modify or revise any forward-looking statements to reflect subsequent developments, events or circumstances, except as may be required under applicable laws and regulations.

2. INDUSTRY OVERVIEW AND BUSINESS OUTLOOK

The Indian economy continues to demonstrate resilience, supported by domestic consumption, infrastructure development, increasing integration with global markets and continued policy support for economic growth. At the same time, businesses continue to operate in an environment characterized by global economic uncertainties, inflationary pressures, fluctuations in commodity prices, foreign exchange volatility and evolving regulatory requirements.
The Company remains focused on strengthening its business operations and identifying opportunities that provide sustainable growth and long-term value. In view of the changing business environment and prevailing market conditions, the Company continues to focus on its trading activities and export opportunities, while evaluating suitable business opportunities in domestic and international markets.
The Company remains committed to prudent financial management, operational efficiency and disciplined deployment of its resources.

2. OPPORTUNITIES AND THREATS

The Company believes that the long-term fundamentals of the Indian economy continue to provide opportunities for business growth. The Company's focus on trading and exploration of opportunities in the export market provides scope for expanding its customer base and strengthening its market presence.
The key opportunities identified by the Company include:

- Expansion of trading activities in domestic and international markets;
- Identification of new products and markets with sustainable demand;
- Development of export opportunities and diversification of the customer base;
- Improvement in operational efficiency and optimum utilization of available resources; and
- Exploring new and emerging business opportunities consistent with the Company's capabilities

and objectives.

At the same time, the Company is exposed to various business risks and challenges, including volatility in foreign exchange rates, pricing pressure arising from competition, fluctuations in input and commodity prices, changing market conditions, technological developments, increasing competition from domestic and international suppliers, changes in environmental and other regulatory requirements, and uncertainties in the global economy.

The Company continues to monitor these factors closely and takes appropriate measures to mitigate the potential impact of such risks on its operations and financial performance.

3. MANAGEMENT TEAM

The Company is supported by a management team having relevant experience, knowledge and understanding of the business environment in which the Company operates.

Mr. Rohit Mittal, Chairperson & Managing Director of the Company, is an entrepreneur with considerable knowledge and experience in handling various business activities, including the operations of the Company. The management continues to focus on strengthening the Company's business operations, improving efficiency and identifying opportunities for sustainable growth.

4. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established internal control systems commensurate with the size, scale and nature of its operations. These controls are designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, optimum utilization of resources and compliance with applicable statutory and regulatory requirements.

The management periodically reviews the adequacy and effectiveness of the internal control framework and takes appropriate measures wherever necessary to strengthen the same.

The Company continues to emphasize prudent financial management and effective monitoring of its resources and liabilities. During the year under review, the Company has also taken steps towards strengthening its financial position and managing its secured bank liabilities.

5. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Human resources continue to remain an important asset of the Company. The Company recognizes the contribution of its employees and values their commitment, dedication and efforts towards the Company's operations and objectives.

The Company maintains a cordial and harmonious relationship with its employees, staff and officers. During the year under review, industrial relations remained cordial and stable. The management continues to encourage a positive working environment and remains committed to maintaining constructive employee relations.

7. RISKS AND CONCERNS

The Company's business and financial performance may be affected by various factors, including changes in domestic and global economic conditions, fluctuations in foreign exchange rates, market demand, competition, commodity prices, regulatory changes, taxation policies, availability of finance and other factors beyond the Company's control.

The Company continuously evaluates the potential risks associated with its business and seeks to mitigate such risks through appropriate business and financial strategies, prudent decision-making and regular monitoring of market developments.

8. CAUTIONARY STATEMENT

Statements made in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations and other forward-looking information may constitute forward-looking statements within the meaning of applicable securities laws and regulations.
Actual results may differ materially from those expressed or implied in such statements. Factors that could cause actual results to differ include, among others, changes in economic and business conditions, demand and supply conditions, pricing conditions in domestic and overseas markets, competition, fluctuations in foreign exchange rates, changes in government policies and regulations, tax laws, environmental regulations, availability of resources and other incidental or unforeseen factors.
The Company assumes no responsibility for updating or revising any forward-looking statements in light of subsequent developments, events or circumstances, except where required under applicable laws and regulations.

By the order of the Board of Directors of
Sunita Bonds & Holdings Limited

PRIYANKA MITTAL	**ROHIT MITTAL**
(Director)	(Managing Director)
DIN: 07471560	DIN: 02527072

Place: Delhi
Dated: August 27, 2026

Annexure-A

To,
The Members,

SUNITA BONDS & HOLDINGS LIMITED
40B, Princep Street, Kolkata,
West Bengal-700072

Sub: Our Secretarial Audit for the Financial Year ended **March 31, 2026** of even date is to be read along with this letter.

MANAGEMENT'S RESPONSIBILITY

1. It is the responsibility of the Management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

AUDITOR'S RESPONSIBILITY

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to the secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Whatever required, we have obtained the management's representation about the Compliance of laws, rules and regulations and happening of events etc.

DISCLAIMER

5. 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.

6. We have not verified the correctness and appropriateness of financial records and books and accounts of the Company.

For G AAKASH & ASSOCIATES
COMPANY SECRETARIES

AAKASH GOEL
(PROP.)
M. NO.: F14166
CP NO.: 21629
UDIN: F014166H000831862

Date: 14.07.2026
Place: Haryana

[Form No. MR-3]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[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
40B, Princep Street, Kolkata,
West Bengal-700072

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUNITA BONDS & HOLDINGS LIMITED** (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2026** (Audit Period) complied with the 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 along with Annexure-A attached to this report.

I. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2026** 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 (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); *

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date;

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009,

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

[*Note: During the year under report, no event has occurred attracting provisions of these Regulations]

vi. Other Laws applicable to the Company:
We have examined the framework, processes, and procedures of compliances of laws applicable on the Company in detail. We have examined reports, compliances with respect to applicable laws on test basis.
Other Miscellaneous and state laws.

a) Income Tax Act, 1961;
b) Goods and Services Tax Act, 2017

We have also examined compliance with the applicable clauses of the following:

a) Secretarial Standards issued by The Institute of Company Secretaries of India;
b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Listing Agreements entered

into by the Company with Metropolitan Stock Exchange of India Limited (MSEI) and The Calcutta Stock Exchange Limited (CSE).

c) During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. as mentioned above subject to following:

1. In terms of Regulation 31(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the promoter(s) or promoter group does not have their 100% shareholding in dematerialized form in the Listed Entity.

As per Regulation 15 (2) of SEBI (LODR) Regulations,2015, the compliances with the corporate governance provisions as specified in Reg. 17 to 27 and Clause (b) to (i) of Regulation 46(2) and Para C, D, E of Schedule V for Corporate Governance do not apply to this Listed Entity as the Paid-up share capital of the Listed Entity is Rs. 2,81,50,000/- (i.e. less than Rs. 10 Crore) and Net Worth is Rs. 5,97,61,890/- (i.e. less than Rs. 25 Crores) as on the last day of the previous financial year. During the audit we observed that the company is voluntarily complying the provisions to the extent possible as a part of good corporate governance practice.

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive, women and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda 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 in compliance of the Act.

3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings.

Based on the compliance mechanism established by the company and on the basis of the Compliance Certificate (s) placed and taken on record by the Board of Directors at their meeting (s), we further 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 the company has not incurred any specific event / action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc. subject to the following:

We have been informed by the Company that a fine of Rs. 51,920/- was imposed by MSEI for violation of Regulation 34 of SEBI (LODR) Regulations, 2015 vide letter no. MSE/LIST/2025/1102 dated 30.10.2025. Upon receipt of the same, the Company has made an representation for waiver of penalty vide its letter dated 07.11.2025 stating that the non-compliance pertaining to Regulation 34 of SEBI (LODR) Regulations, 2015 for non-submission of the full Annual Report was due to a technical upload failure on the Exchange's filing portal. Accordingly, the MSEI had acknowledged the said representation and revoked the penalty imposed and issued an advisory vide its letter no. MSE/LIST/2025/1294 dated 18.12.2025 stating that the Company should ensure strict compliance in future to avoid any further instances of non-compliance.

For G AAKASH & ASSOCIATES
COMPANY SECRETARIES

AAKASH GOEL
(PROP.)
M. NO.: F14166
CP NO.: 21629
UDIN: F014166H000831862

Date: 14.07.2026
Place: Haryana

INDEPENDENT AUDITOR'S REPORT

To
The Members of
SUNITA BONDS AND HOLDINGS LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **SUNITA BONDS AND HOLDINGS LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2026, the statement of profit and loss, statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2026, and the **net profit** (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' 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 (ICAI) together with ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's

Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and the auditor's report thereon.

Our opinion on the financial statement does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the applicable accounting standards and the other accounting principles generally accepted in India. 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 are operating effectively for insuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

In the financial statements, management is 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 management 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 Statements

Our objectives are to obtain a reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our 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 due to fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

(i) Identify and assess the risks of material misstatement of the financial statements, 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 one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

(ii) Obtain an understanding of the internal controls 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 system in place and the operating effectiveness of such controls.

(iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

(iv) Conclude on the appropriateness of management's 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 statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

(v) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 controls 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 reasonable be thought to bear on our independence, and where applicable, relevant safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, or when in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

2. The Company is a Non-Banking Financial Company not accepting public deposits and holding certificate of Registration No.:0501483 dated 17/08/1918) from Reserve Bank of India has been issued to the Company.

a) The Board of Directors has passed resolution for the non-acceptance of any public deposits.

b) The Company has not accepted any public deposits during the relevant year.

c) The Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and previously for bad and doubtful debts as applicable to it.

3. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. the Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of account;

d. In our opinion, the aforesaid financial statements comply with the applicable accounting standards specified under Section 133 of the Act;

e. On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B** Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact, if any of pending litigations on its financial position, in its standalone financial statements (Refer note no. 20 of the financial statements).

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; However, as approved and passed by Board resolution, shares were converted into equity and balance was transferred to security premium so it was conversion of shares during the year.

(b)The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c)Based on such audit procedures that considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

v. No Dividend has been declared or paid by the company during the period by this report in pursuance with Section 123 of the Companies Act 2013.

vi. Based on examination, which includes test checks, the Company has used accounting software for maintaining its books of account for the financial year ended on 31st March 2026 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit and the audit trail feature has not been tampered with and the audit trail has been preserved as per statutory requirement for record retention.

h. In our opinion and according to the information and explanations given to us, the company has not paid remuneration to its director during the current financial year hence provisions laid down under section 197 of the Act, read with Schedule V of the Act are being complied.

FOR T K & Associates
Chartered Accountants
FRN: 028474C

CA Tushar Ailani
Partner

MRN: 439606
UDIN: 26439606OZKYZG5960
Gorakhpur, 29th Day of May 2026

ANNEXURE- A TO THE AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date to the members of **SUNITA BONDS AND HOLDINGS LIMITED** for the year ended on 31st March 2026.

(i) (a) As per information and explanation given to us, the company is maintaining proper records showing full particulars, including quantitative details and situation of Property plant and equipment;

(b) As per information and explanation given to us, the company does not have any Intangible asset hence this point is not applicable;

(c) As per information and explanation given to us, physical verification of property plant and equipment has been conducted at regular interval in a year by the management and no material discrepancies were noticed during the course of verification;

(d) According to information and explanation given to us, the company does not hold any immovable property during the year dealt with by this report. Accordingly, the provisions of sub clause (i)(c) of para 3 of the order are not applicable;

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year. Accordingly, the provisions of sub clause 3(i)(d) of para 3 of the order are not applicable;

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly, the provisions of sub clause (i)(e) of para 3 of the order are not applicable;

(ii) As per information and explanation given to us, the company does not have inventory, hence the provisions of sub- clause (ii) of para 3 of the order are not applicable;

(iii) In respect of investments made in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnership or any other parties:

(a) As the principal business of the company is to give loans, the reporting under sub- clause (iii)(a)(A) and (iii)(a)(B) of para 3 of the order are not applicable;

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular;

(d) According to the information and explanations provided to us there are no overdue amount in respect of loan given for more than ninety days.

(e) As per information and explanation to us, as the said company is Non-Banking Financial Institution hence requirement of provision of sub clause (iii)(e) of para 3 of the report are not applicable to the company;

(f) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not granted any loans and advances in the nature of loans repayable on demand during the period covered by this report. However, has accepted loans from various parties on interest during the year.

(iv) According to information and explanations given to us, the provisions of section 185 and section 186 of the Companies Act, 2013 are not applicable to non-banking financial company;

(v) According to information and explanations given to us, the Company has not accepted public deposits and the provision of section 73 to 76 or other relevant provisions of the Companies Act, 2013 and rules framed thereunder are not applicable;

(vi) According to information and explanations given to us, the Company is not liable to maintain cost records as prescribed under section 148(1) of the Companies Act, 2013;

(vii) (a) According to information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including income-tax and any other applicable statutory dues to the appropriate authorities and there are no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date, they became payable;

(b) According to information and explanation given to us, there are no outstanding statutory dues on the part of the Company which is not deposited on account of dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) (a) According to information and explanations given to us, the company has not defaulted in the repayment of loans or any other borrowings or in the payment of interest to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the company has utilised the loans against the purpose for which it was obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no short-term fund has been utilised for the long-term purpose by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not any subsidiary. Accordingly the provisions of sub clauses (ix)(e) of para 3 of the order are not applicable;

(f) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not any subsidiary. Accordingly the provisions of sub clauses (ix)(f) of para 3 of the order are not applicable;

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the period covered by this report. Hence the provisions of sub clause (x)(a) of para 3 of this order are not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has issued share warrants during the year on preferential basis with an option with each warrant to convert into one equity shares, within 18 months from the date of issue. None of the share warrants have been converted into equity shares. The requirements of section 42 and section 62 of the Companies Act, 2013 to the extent applicable have been complied with and the partial funds so received have been utilized for the purpose for which the funds were raised;

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) No report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the Information and explanations given to us, there is no whistle blower compliant received during the period covered by this report.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of sub clause (a),(b) and (c) of clause (xii) of para 3 of this order are not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business;

(b) We have considered the internal audit reports of the Company issued on 01st May 2026 till date for the period of 2025-26 under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) (a) According to information and explanations given to us, the Company is a Non- Banking Financial Company and registered under Section 45-IA of the Reserve Bank of India Act, 1934;

(b) According to information and explanations given to us, The Company has conducted Non-Banking Financial activities with a valid certificate from Reserve Bank of India as per the Reserve Bank of India Act, 1934;

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, provision of sub clause (xvi)(c) of para 3 the order are not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the provisions of sub clause (xvi)(d) of para 3 the order are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the provision of sub- clause (xviii) of para 3 of the order are not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) According to the information and explanations given to us, provisions of Corporate Social Responsibility (CSR) specified in section 135 read with schedule VII of Companies Act are not applicable upon the company.

Signed for the purpose of identification

FOR T K & ASSOCIATES
Chartered Accountants
FRN: 028474C

CA Tushar Ailani
Partner

MRN : 439606
UDIN: 26439606OZKYZG5960
Gorakhpur, 29th Day of May 2026

ANNEXURE- B TO THE AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub- section (3) of Section 143 of the Companies Act, 2013

We have audited the internal financial controls over financial reporting of **SUNITA BONDS AND HOLDINGS LIMITED** as on 31st March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Opinion

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2026, based on "the internal financial controls over financial reporting criteria considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India".

Management's Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the Guidance Note) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material aspects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidences we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that: -

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and the receipt and expenditures of the Company are being only in accordance with authorizations of management and directors of the Company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and could not be detected. Also, projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may became inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

FOR T K & ASSOCIATES
Chartered Accountants
FRN:028474C

CA Tushar Ailani
Partner

MRN:439606
UDIN: 26439606OZKYZG5960
Gorakhpur, 29th Day of May 2026

SUNITA BONDS AND HOLDINGS LIMITED

CIN: L65925WB1983PLC035697

BALANCE SHEET AS AT 31ST MARCH 2026

Rs. in "000"

	Notes	As at 31st March 2026	As at 31st March 2025
ASSETS			
Financial assets			
Cash and cash equivalents	3	993.49	9,746.57
Investments	4	21,174.88	21,174.88
Other financial assets	5	104,805.08	29,279.29
Non-financial assets			
Inventories			
Current tax assets (Net)		-	-
Deferred tax Assets (Net)			
Property, plant and equipment	6	27.47	37.03
Other non-financial assets	7	604.92	1,541.60
Total Assets		**127,605.84**	**61,779.36**
LIABILITIES AND EQUITY			
Financial liabilities			
Borrowings (other than debt securities)	8	47,105.96	1,928.11
Other financial liabilities	9	3,906.59	-
Trade Payables			
-total outstanding dues of creditors other than micro enterprises and small enterprises	10		-
-total outstanding dues of micro enterprises and small enterprises		-	37.14
Non-financial liabilities			
Current tax liabilities (net)		128.49	51.26
Deferred tax liabilities (net)	11	0.96	0.96
Other non financial liabilities		-	-
EQUITY			
Equity share capital	12	28,150.00	8,150.00
Other equity	13	48,313.83	51,611.89
Total Liabilities and Equity		**127,605.84**	**61,779.36**
Notes to the financial statements	1-33		

The accompanying notes form an integral part of the financial statements.

As per our report of even date

FOR T K & Associates		**For and on behalf of the Board of Directors of**	
Chartered Accountants			**SUNITA BONDS AND HOLDINGS LIMITED**
Firm Regn. No.	028474C		
CA Tushar Ailani		**Rohit Mittal**	**Priyanka Mittal**
Partner		Managing Director	Director / CFO
Membership No.	439606	DIN: - 02527072	DIN: - 07471560

UDIN: 264396060ZKYZG5960

Place: Delhi

Date: 29/05/2026

Anup Kumar Pandey

Company Secretary

SUNITA BONDS AND HOLDINGS LIMITED
CIN: L65925WB1983PLC035697
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2026

Rs. in "000"

	Notes	For the year ended 31st March 2026	For the year ended 31st March 2025
REVENUE			
Revenue from operations			
Interest income	14	8,829.34	197.06
Consultancy income		-	92.92
Total revenue from operations		8,829.34	289.98
Other income	15	6.38	1,642.41
Total income (I)		**8,835.72**	**1,932.39**
EXPENSES			
Finance costs		-	-
Impairment of financial instrument		-	-
Purchases of Stock-in-trade		-	-
Changes in Inventories of finished goods, stock-in- trade and work-in- progress		-	-
Employee benefits expenses	16	2,840.00	126.50
Depreciation	6	9.56	4.63
Other expenses	17	5,531.74	1,621.42
Total (II)		**8,381.30**	**1,752.55**
Profit/ (loss) before exceptional items and tax (I-II)		**454.42**	**179.84**
Exceptional items		-	-
Profit/ (loss) before tax		**454.42**	**179.84**
Tax expense			
Current tax		118.15	45.26
Deferred tax		-	-
Earlier year tax adjustments		-	-
Profit/(loss) after tax (III)		**336.27**	**134.58**
OTHER COMPREHENSIVE INCOME			
(i) Items that will not be reclassified to profit or loss			
- Equity instruments through other comprehensive income gain/ (loss)		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
(iii) Items that will be reclassified to profit or loss		-	-
(iv) Income tax relating to items that will be reclassified to profit or loss		-	-
Total other comprehensive income (IV)		**-**	**-**
Total comprehensive income (III+IV)		**336.27**	**134.58**
Earning per equity share (EPS)			
[nominal value of share Rs. 10]			
Basic (in Rupees)		**0.48**	**0.19**
Diluted (in Rupees)		**0.48**	**0.19**
Notes to the financial statements	**1-33**		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

FOR T K & Associates	**For and on behalf of the Board of Directors of**	
Chartered Accountants	**SUNITA BONDS AND HOLDINGS LIMITED**	
Firm Regn. No. 028474C		
CA Tushar Ailani	**Rohit Mittal**	**Priyanka Mittal**
Partner	Managing Director	Director / CFO
Membership No. 439606	DIN: - 02527072	DIN: - 07471560

UDIN: 264396060ZKYZG5960
Place: Delhi
Date: 29/05/2026

Anup Kumar Pandey
Company Secretary

SUNITA BONDS AND HOLDINGS LIMITED
CIN: L65925WB1983PLC035697

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2026

Rs. in "000"

	For the year ended on 31st March 2026	For the year ended on 31st March 2025
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit/ (loss) before tax and after-extra- ordinary items	454.41	188.41
Adjustments for items: -		
Impairment of financial instruments	-	-
Interest Received	8,829.34	(167.84)
Depreciation	9.56	4.63
Operating profit before working capital changes	9,293.31	25.20
Working capital adjustments: -		
(Increase)/ decrease in other financial assets	-	-
(Increase)/ decrease in other non financial assets	(936.69)	(1,541.30)
Increase/ (decrease) in Financial liabilities	3,878.81	-
Increase/ (decrease) in Trade payables	-	(383.79)
Cash generated from operations	12,235.43	(1,899.89)
Direct taxes paid	118.15	-
Net cash flow from operating activities (A)	**12,117.28**	**(1,899.89)**
CASH FLOW FROM INVESTING ACTIVITIES		
Sale/ (Purchase) of investments	-	-
Advance and loans made to other parties	(75,525.80)	(25,437.95)
Interest Received	7,549.41	167.84
Net cash flow from investing activities (B)	**(67,976.39)**	**(25,270.11)**
CASH FLOW FROM FINANCING ACTIVITIES		
Net proceeds from issue of share warrants	-	36,625
Net proceeds from short term borrowings	-	1,928.12
Net proceeds from long term borrowings	47,105.96	(1,946.11)
Net cash flow from financing activities (C)	**47,105.96**	**36,607.01**
Net cash flow during the year (A + B + C)	(8,753.15)	9,437.01
Add: Opening cash and cash equivalents	9,746.57	309.56
Closing cash and cash equivalents	**993.42**	**9,746.57**
Components of cash and cash equivalents		
Cash on hand	643.75	743.18
Balances with banks	349.74	9,003.39
Total cash and cash equivalents (Note 3)	**993.49**	**9,746.57**

Notes to the financial statements **1-33**

The accompanying notes form an integral part of the financial statements.
As per our report of even date

FOR T K & Associates	**For and on behalf of the Board of Directors of**
Chartered Accountants	**SUNITA BONDS AND HOLDINGS LIMITED**
Firm Regn. No. 028474C	

CA Tushar Ailani	**Rohit Mittal**	**Priyanka Mittal**
Partner	Managing Director	Director / CFO
Membership No. 439606	DIN: - 02527072	DIN: - 07471560

UDIN:264396060ZKYZG5960
Place: Delhi
Date: 29/05/2026

Anup Kumar Pandey
Company Secretary

SUNITA BONDS AND HOLDINGS LIMITED
CIN: L65925WB1983PLC035697
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2026

Rs. in "000"

A. **Equity Share Capital**

Current reporting period

Balance as at 1st April 2025	Changes in equity share capital due to prior period errors	Restated balance at the 1st April 2025	Changes in equity share capital during the current year	Balance as at 31st March 2026
8,150.00	-	8,150.00	20,000.00	28,150.00

Previous reporting period

Balance as at 1st April 2024	Changes in equity share capital due to prior period errors	Restated balance at the 1st April 2024	Changes in equity share capital during the current year	Balance as at 31st March 2025
8,150.00	-	8,150.00	-	8,150.00

B. **Other Equity**

Current reporting period

Particulars	Reserve & Surplus			Equity instruments through Other Comprehensive Income	Money Received against Share Warrants	Total
	RBI Reserve Fund	Securities premium	Retained earnings			
(I) Balances as at 1st April 2025	3,188.00	13,500.00	(1,690.88)	-	-	**14,997.12**
(II) Prior period error	-	-	-	-	-	-
(III) Restated balance as at 1st April 2025 (I+II)	3,188.00	13,500.00	(1,690.88)	-	-	**14,997.12**
(IV) Total comprehensive income	-	-	336.27	-	-	336.27
(V) Appropriation to reserves	-	-	-	-	-	0
(VI) Add/ (less:) changes during the year	-	-	-	-	-	0
(VII) Balance as at 31st March 2026 (III+IV+V+VI)	**3,188.00**	**13,500.00**	**(1,354.61)**	**-**	**-**	**15,333.39**

Particulars	Reserve & Surplus			Equity instruments through Other Comprehensive Income	Money Received against Share Warrants	Total
	Special Reserve (U/s 45-IC of the RBI Act, 1934)	Securities premium	Retained earnings			
(I) Balances as at 1st April 2025	3,188.00	13,500.00	(1,825.46)	-	-	14,862.54
(II) Prior period error	-	-	-	-	-	-
(III) Restated balance as at 1st April 2025 (I+II)	3,188.00	13,500.00	(1,825.46)	-		14,862.54
(IV) Total comprehensive income	-	-	134.58	-		134.58
(V)Transfer to special reserve	-	-	-	-		-
(VII) Balance as at 31st March 2026 (III+IV+V+VI)	**3,188.00**	**13,500.00**	**(1,690.88)**	**-**		**14,997.12**

For and on behalf of the Board of Directors of
SUNITA BONDS AND HOLDINGS LIMITED

FOR T K & Associates
Chartered Accountants
Firm Regn. No. 028474C

Rohit Mittal
Managing Director
DIN: - 02527072

Priyanka Mittal
Director / CFO
DIN: - 07471560

CA Tushar Ailani
Partner
Membership No. 439606

UDIN: 264396060ZKYZG5960
Place: Delhi
Date: 29/05/2026

Anup Kumar Pandey
Company Secretary

SUNITA BONDS AND HOLDINGS LIMITED

CIN: L65925WB1983PLC035697

NOTES TO THE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2026

1 Corporate Information

Sunita Bonds & Holdings Ltd. is a company incorporated on 18th day of January 1983. It is registered with Registrar of Companies, Kolkata. The company is primarily engaged in the business of Non- Banking Finance Company in India.The Company is listed on Metropoltian stock exachange and Calcutta Stock Exchange.

2 Significant Accounting Policies

2.1 Statement of compliance:

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis for preparation of financial statements:

The financial statements have been prepared in historical cost basis except for certain financial instruments which are measured at fair value or amortised cost at the end which is generally based on the fair value of consideration given in exchange for goods and services. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cashand cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

2.3 Use of estimates :

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis.Revisions to accounting estimates are recognized in the period in which the estimates are revised.

2.4 **Critical accounting estimates**

2.4.1 <u>Income Taxes:</u>

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

2.4.2 <u>Impairment of Investments:</u>

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

2.4.3 <u>Provisions:</u>

Provisions are recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

2.4.4 <u>Effective Interest Rate (EIR) Method:</u>

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments, restructuring and penalty interest and charges). This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

2.5 Property plant and equipment (PPE)

PPE are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage.

The Company has chosen the cost model for recognition and this model is applied to all class of assets. After recognition as an asset, an item of PPE is carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on PPE, including assets taken on lease, other than freehold land is charged based on Written down method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013. The useful life of asset taken into consideration as per Schedule II for the purpose of calculating depreciation is as follows: -

Particulars of PPE	Useful life (in years)
Vehicles	8
Electrical Installation	3
Furniture and fixture	10

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss.

At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

2.6 Revenue recognition :

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company & revenue is reliably measured.

2.6.1 <u>Interest Income</u>

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost. EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

2.6.2 <u>Dividend</u>

Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

2.6.3 Other revenue from operations:

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial Instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 'Revenue from contracts with customers'. The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at fair value of the consideration received or receivable.

2.7 Financial instruments:

2.7.1 Financial Assets : -

Recognition and initial measurement: -

Financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction cost.

Subsequent measurement: -

Equity instrument and Mutual Fund: - All equity Instrument and mutual funds within scope of Ind-AS 109 are measured at fair value. Equity instrument and Mutual fund which are held for trading are classified as at fair value through profit & loss (FVTPL). For all other equity instruments, the Company decided to classify them as at fair value through other comprehensive income (FVTOCI).

Debt instrument: - A 'debt instrument' is measured at the amortised cost if both the following conditions are met.The assets is held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

De- recognition of Financial Assets: -

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

Impairment of financial assets: -

The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

2.7.2 Financial Liabilities :-

Recognition and initial measurement: -

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified atamortised cost.

Subsequent measurement: -

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest rate method.

De-recognition of Financial liabilities: -

Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues.

Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

2.7.3 Off Setting of Financial Instrument:-

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

2.7.4 Impairment of Financial Assets:-

Equity instruments, Debt Instruments and Mutual Fund: -

In accordance with Ind-AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for financial assets. Expected Credit Loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

Other Financial Assets: -

The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

2.7.5 Expected Credit Loss (ECL): -

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets and unbilled revenue which are not fair valued through profit or loss. Loss allowance for trade receivables and unbilled revenues with significant financing component is measured at an amount equal to 12-month ECL. For all other financial assets, expected credit losses are measured at an amount equal to the lifetime 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considers current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recorded is recognized as an impairment gain or loss in condensed consolidated statement of comprehensive income.

2.8 Cash and Cash equivalents :

Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short- term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts if they are considered an integral part of the Company's cash management.

2.9 Taxation :

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with Income Tax Act, 1961.

Current and deferred tax are recognised in profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the income taxes are recognised in other comprehensive income or directly in equity, respectively.

Advance taxes and provisions for current income taxes are presented in the statement of financial position after off-setting advance tax paid and income tax provision.

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amounts.

Deferred income tax is recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred income tax assets is reviewed at each reporting date. Deferred tax asset/liability is measured at the tax rates that are expected to be applied to the period when the asset is realized or the liability is settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid which is considered as an asset if there is probable evidence that the Company will pay normal income tax after the tax holiday period.

2.10 Employee Benefit :

Short-term employee benefits:-

Liabilities for short-term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

2.11 Earning per Share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for bonus shares and equity shares issued during the period and also after the Balance Sheet date but before the date the Ind AS financial statements are approved by the Board of Directors.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/ (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

2.12 Provision, Contingent Liabilities and Contingent Assets:

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent Assets and Contingent Liabilities are not recognized in the Ind AS financial statements.

SUNITA BONDS AND HOLDINGS LIMITED
CIN: L65925WB1983PLC035697
NOTES TO THE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2026

(In Rs. "000")

		As at 31st March 2026	As at 31st March 2025
3	**Cash and cash equivalents**		
	Cash on hand (as certified)	643.75	743.18
	Balance with banks	349.74	9,003.39
		993.49	**9,746.57**

		As at 31st March 2026	As at 31st March 2025
4	**Investments**		
	In India (Unquoted) (at FVTOCI)		
	In Equity Instruments	21,174.88	21,174.88
		21,174.88	**21,174.88**

		As at 31st March 2026	As at 31st March 2025
5	**Other financial assets**		
	Term Loans- unsecured (In India)		
	To related parties	-	3,003.33
	To others	104,805.08	26,275.96
		104,805.08	**29,279.29**

		As at 31st March 2026	As at 31st March 2025
6	**Property, plant and equipment**		
	Carrying amount: -		
	Vehicles	8.00	10.78
	Electrical Installation	0.94	1.26
	Furniture & Fixtures	18.53	24.99
	Total	**27.47**	**37.03**

Cost or Deemed Cost :	Vehicles	Electrical Installation	Furniture & Fixtures	Total
Balance as at 31st March 2024	**19.08**	**2.30**	**50.00**	**71.38**
Additions during the year	-	-	-	-
Sale/ disposal during the year	-	-	-	-
Balance as at 31st March 2025	**19.08**	**2.30**	**50.00**	**71.38**
Additions during the year	-	-	-	-
Sale/ disposal during the year	-	-	-	-
Balance as at 31st March 2026	**19.08**	**2.30**	**50.00**	**71.38**
Accumulated Depreciation :				
Balance as at 31st March 2024	**7.17**	**0.90**	**21.65**	**29.72**
Charge for the year	1.13	0.13	3.37	**4.63**
Balance as at 31st March 2025	**8.30**	**1.04**	**25.02**	**34.35**
Charge for the year	2.78	0.33	6.45	9.56
Balance as at 31st March 2026	**11.09**	**1.36**	**31.47**	**43.91**
Carrying amount :				
Balance as at 31st March 2025	10.78	1.26	24.99	37.03
Balance as at 31st March 2026	8.00	0.94	18.53	27.47

Notes

6.1 All the above property, plant & equipment are owned by the company.

6.2 The company has not made any of change (10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment) in the value of Propert, Plant & Equipments due to revaluation.

		As at 31st March 2026	As at 31st March 2025
7	**Other non financial-assets**		
	TDS Receivable	604.92	30.83
	Income Receivable	-	1,510.77
		604.92	**1,541.60**

		As at 31st March 2026	As at 31st March 2025
8	**Borrowings (other than debt securities)**		
	In India (unsecured) (Repayable on demand)		
	Measured at amortised cost		
	-from related parties	47,105.96	1,928.11
		47,105.96	**1,928.11**

		As at 31st March 2026	As at 31st March 2025
9	**Other financial liabilities**		
	Other expenses payable	3,906.59	-
		3,906.59	-

10	Trade payables: current	As at 31st March 2026	As at 31st March 2025
	- Outstanding dues to micro enterprises and small enterprises	-	-
	- Outstanding dues of creditors other than micro enterprises and small enterprises	-	37.14
		-	37.14

10.1 **Trade payable due for payment and the ageing schedule as below:-**

Particulars	Outstanding from due date of payment as on 31st March 2026				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3	Total
(i) Others	-	-	-	-	-
(ii) MSME	-	-			-
(iii) Disputed dues : MSME	-	-	-	-	-
(iv) Disputed dues : others	-	-	-	-	-

Particulars	Outstanding from due date of payment as on 31st March 2025				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3	Total
(i) Others	37.14	-	-	-	37.14
(ii) MSME	-	-	-	-	-
(iii) Disputed dues : MSME	-	-	-	-	-
(iv) Disputed dues : others	-	-	-	-	-

11	Deferred tax (assets)/liabilities net	As at 31st March 2026	As at 31st March 2025
	At the start of the year	0.96	0.96
	Credit/(charge) to the statement of profit and loss	-	-
	Credit/(charge) to the other comprehensive income	-	-
	Deferred tax (assets)/liabilities net	**0.96**	**0.96**

The tax effect of significant timing differences that has resulted in deferred tax assets are given below:-

Particulars	For the year ended 31st March 2026 (Rs. in '000')			
	Opening balance	Recognized in Profit and loss	Recognized in OCI	Closing balance
Property, plant and equipment	0.96	-	-	0.96
Total	**0.96**	**-**	**-**	**0.96**

Particulars	For the year ended 31st March 2025 (Rs. in '000')			
	Opening balance	Recognized in Profit and loss	Recognized in OCI	Closing balance
Property, plant and equipment	0.96	-	-	0.96
Total	**0.96**	**-**	**-**	**0.96**

11.1 Deferred tax asset is recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

12	Equity share capital	As at 31st March 2026		As at 31st March 2025	
		Nos.	Amount	Nos.	Amount
	Authorized shares				
	Equity shares of Rs. 10 each with voting rights	2,750,000	27,500.00	750,000	7,500.00
	Preference shares of Rs. 10 each with voting rights	120,000	1,200.00	120,000	1,200.00
		2,870,000	28,700.00	870,000	8,700.00
	Equity shares of Rs. 10 each fully paid up	695,000	6,950.00	695,000	6,950.00
	Preference shares of Rs. 10 each fully paid up	120,000	1,200.00	120,000	1,200.00
	Issued, subscribed and fully paid- up shares	815,000	8,150.00	815,000	8,150.00

12.1	Reconciliation of number of equity shares and amount outstanding	As at 31st March 2026		As at 31st March 2025	
		Nos.	Amount	Nos.	Amount
	Equity Shares				
	- At the beginning of the period	695,000	6,950.00	695,000	6,950.00
	- Issued during the year	2,000,000	20,000.00	-	-
	Total A	2,695,000	26,950.00	695,000	6,950.00
	Preference Shares				
	- At the beginning of the period	120,000	1,200.00	120,000	1,200.00
	- Issued during the year	-	-	-	-
	Total B	120,000	1,200.00	120,000	1,200.00
	Total Outstanding at the end of the period	**2,815,000**	**28,150.00**	**815,000**	**8,150.00**

12.2 **Terms and rights attached to shares**

(a) **Equity Shares:** The company had issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

(b) **Preference Share:** The company had issued 7% (Non-Cumulative/ Non- convertible redemable) Preference Share having a par value of Rs. 100 per share which are (Non-Cumulative/ Non- convertible redemable)Preference Share at Rs.90(Premium) in years 2017. The holder of 7% Preference Share (not entitled) to vote in the general meeting.

In the event of dividend declaration or liquidation of the company, the holders of 7% Preference Share will be entitled to receive the amount or remaining assets of the company as the case may be, before equity shareholders in proportion to the number of shares held.

12.3 **Details of shareholders holding more than 5% shares in the Company: -**

	As at 31st March 2026		As at 31st March 2025	
	Nos.	% holding	Nos.	% holding
Shubhash Chandra Bhartia	-	-	45,000	6.47%
Hansa Bhartia	-	-	44,610	6.42%
Sudeep Bhartia	-	-	45,000	6.47%
Ekta Bhartia	-	-	44,600	6.42%
Anandmoyee Vanijya Pvt. Ltd.	-	-	150,000	18.40%
Dellona Suppliers Pvt. Ltd.	-	-	150,000	18.40%
Ganayak Vintrade Pvt. Ltd.	-	-	150,000	18.40%
Ispatika International Limited	650,000	24.12%	-	-
Syamali Securities & Consultanat Private Limited	500,000	18.55%	-	-
Pine View Portfolio Consultants Private Limited	500,000	18.55%	-	-
Alrick Constructions Private Limited	500,000	18.55%	-	-
Harish Kumar	150,000	5.57%	-	-
Ashish Goyal	150000	5.57%	-	-

As per records, registers and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

12.4 **Details of shares held by promoters in the Company**

Promoter Name	31st March 2026		31st March 2025		% Change during the year
	No of Shares	% of total Shares	No of Shares	% of total Shares	
Sudeep Bhartia	45,000	**1.67%**	45,000	**6.47%**	-
Shubhash Chandra Bhartia	45,000	**1.67%**	45,000	**6.47%**	-
Hansa Bhartia	44,610	**1.66%**	45,000	**6.42%**	-
Ekta Bhartia	44600	**1.65%**	45,000	**6.42%**	-

There was no change in the number of equity shares held by the Promoters the percentage of the Promoters' shareholding changed due to increase in the Company's paid-u

	Other equity		**As at**		**As at**
13			**31st March 2026**		**31st March 2025**
	RBI Reserve Fund				
	Balance as per last financial statements	3,188.00		3,188.00	
	Add/(Less): Transfer from surplus in statement of profit & loss	(9.34)		-	
			3,178.66		3,188.00
	Securities premium				
	Opening balance	13,500.00		13,500.00	
	Add: on issue of convertible share warrants during the year	33,000.00		-	
	Closing balance		46,500.00		13,500.00
	Retained Earnings				
	Balance as per last financial statements	(1,701.10)		(1,825.46)	
	Add/(Less): Transfer from surplus in statement of profit & loss	336.27		134.58	
	Add/(Less): Prior period adjustment	-		(10.22)	
			(1,364.83)		(1,701.10)
	Convertible Share Warrants (Note 13.1)				
	Opening Balance	36,625.00			
	Add: Issues during the year	-		36,625.00	
	Less: converted during the year	(36,625.00)		-	
	Closing balance		-		36,625.00
			48,313.83		**51,611.90**

The company has converted 20,00,000 Share warrants into Equity shares of Rs.10.00 each during the year under the terms approved by shareholders in the extra ordinary general meeting held on 22nd feb 2025 i.e Every share warrant has an option of conversion into one equity share of Rs. 10 each to be exercised by the warrant holder within 18 months from the issue of such warrants by the Company. The warrants were now converted into the equity shares during the year ended 31st March 2026.

13.1

	Revenue from operations	**For the year ended on**	**For the year ended on**
14		**31st March 2026**	**31st March 2025**
	Interest on loan	8,829.34	197.06
	Consultancy Income	-	92.92
		8,829.34	**289.98**

	Other income	For the year ended on	For the year ended on
15		31st March 2026	31st March 2025
	Balance Write off	-	100.00
	Commission /Interest Income	-	1,541.60
	Miscellaneous Income	6.38	0.81
		6.38	1,642.41

	Employee benefit expenses	For the year ended on	For the year ended on
16		31st March 2026	31st March 2025
	Salaries and wages	2,240.00	126.50
	Directors Remuneration	600.00	-
		2,840.00	126.50

	Other expenses	For the year ended on	For the year ended on
17		31st March 2026	31st March 2025
	Advertisment expenses	130.22	18.82
	Brokerage & other expense	59.64	20.93
	Depreciation	9.56	4.63
	General Expenses	830.50	14.56
	Fees and subscription	-	-
	Accounting charges	900.00	
	Filing Fees	51.99	158.26
	Legal and professional expenses	90.13	15.62
	Listing fees	-	-
	Late fee & penalty	5.37	627.26
	Membership fees	91.50	602.75
	Miscellaneous expenses	5.52	7.96
	Interest Paid	3,236.09	
	Internal Audit Fee	10.00	
	Statutory Audit Fee	51.00	12.00
	Rent	-	60.00
	Travelling Expenses	30.77	83.25
		5,502.29	1,626.04

SUNITA BONDS AND HOLDINGS LIMITED
CIN: L65925WB1983PLC035697
NOTES TO THE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2026

Rs. In "000"

18 Related Parties :-

As per Ind AS 24, the disclosures of transactions with the related parties are given below: -

(a) List of related parties where control exists and also related parties with whom transactions have taken place and relationship: -

(i)	Key Management personnel	Indranil Dhar (Managing Director)
		Priyanka Mittal (Director w.e.f. 31/05/2024)
		Rohit Mittal (Managing Director w.e.f. 08/10/2024)
		Lalita Mittal (Director w.e.f. 08/10/2024)
		Rakshit Tayal (Director w.e.f. 20/06/2024)
		Anup Kumar Pandey (Company Secretary w.e.f. 03/01/2025)
(ii)	Relatives of Key ManagementPersonnel	None
(iii)	Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives	PRM Hospitality Private Limited (w.e.f. 08/10/2024)

(b) Following transactions are made with the related parties covered under Ind AS- 24 on "Related Parties Disclosure": -

S. No.	Transaction with	Nature of transaction	Transactions during the year	
			31st March 2026	31st March 2025
(i)	**Key Management Personnel: -**			
	Rohit Mittal	Loan Taken	-	1,928.11
	Anup Kumar Pandey	Remuneration	-	40.00
(ii)	**Relatives of Key Management Personnel: -**		None	
(iii)	**Enterprises owned or significantly influenced by Key Management Personnel or their Relatives: -**			
	PRM Hospitality Private Limited	Loan given	-	3,000.00
		Loan recovered	-	-
		Interest Income	-	3.33

(c) Following balances with the related parties covered under Ind AS- 24 on "Related Parties Disclosure": -

S. No.	Transaction with	Nature of transaction	Balance as at	
			31st March 2026	31st March 2025
(i)	**Key Management Personnel: -**			
	Rohit Mittal	Borrowing	-	-
	Anup Kumar Pandey	Remuneration Payable	-	20.00
(ii)	**Relatives of Key Management Personnel: -**		None	
(iii)	PRM Hospitality Private Limited	Loans & Advances	-	3,003.33

	Particulars	As at 31st March 2026	As at 31st March 2025
19	Foreign currency earnings, expenditures and outgo	Nil	Nil

	Particulars	As at 31st March 2026	As at 31st March 2025
20	Contingent liabilities not provided for	Nil	Nil
	Pending litigations by/ against the Company	None	None

21 Categories of Financial Instruments and its fair value measurement (Rs. in '000)

Financial assets	**As at 31st March 2026**	**As at 31st March 2025**
Measured at amortised cost		
(i) Cash and Bank balance	993.49	9,746.57
(ii) Loans	-	-
(iii) Other financial assets	104,805.08	29,279.29
Measured at FVTOCI		
(i) Investment	21,174.88	21,174.88
Total	**126,973.45**	**60,200.74**

(Rs. In '000')

Financial liabilities	**As at 31st March 2026**	**As at 31st March 2025**
Measured at amortised cost		
(i) Borrowings	47,105.96	1,928.11
(ii) Other financial liabilities	3,906.59	-
Total	**51,012.55**	**1,928.11**

25 Ratio Analysis and its components

S.No.	Particulars	31st March 2026	31st March 2025	% change from March 31, 2026 to March 31, 2025
1	Current ratio	0.25	110.26	-99.78%
2	Debt- Equity Ratio	0.38	0.03	1119.68%
3	Debt service coverage ratio	N.A	N.A	N.A
4	Interest service coverage ratio	N.A	N.A	N.A
5	Long term debt to working capital	-15.49	0.20	-7857.79%

6	Current liability ratio	0.08	0.04	80.06%
7	Total debts to total assets	0.37	0.03	1082.82%
8	Capital to risk -weighted asset ratio (CRAR)	0.61	0.46	32.36%
9	Tier I CRAR	0.61	0.46	32.36%
10	Tier II CRAR	-	-	N.A
11	Liquidity coverge ratio	16.27	182.33	-91.08%

Reasons for variance of more than 25% in above ratios

i) Current ratio has increase due to increase in Cash and cash equivalent.
ii) Debt equity ratio Decrease dut to higher total equity in current year.
iii) Long term debt to working capital decrease due to increase in working capital in current year.
iv) Current liability ratio decrease due to decrease in current liability.
v) Total debts to total assets decrease due to higher total assets in current year.
vi) Capital to risk -weighted asset ratio (CRAR) decrease due to increase in risk weighted assets in current year.
vii) Tier I CRAR decrease due to increase in risk weighted assets in current year.
viii) Liquidity coverge ratio increase due to higher Stock of Highly qualified asset in current year.

Components of Ratio **(In 000's)**

S.No.	Ratios	Numerator	Denominator	March 31st 2026		March 31st 2025	
				Numerator	Denominator	Numerator	Denominator
1	Current ratio	Current Assets	Current Liabilities	993.49	4,035.08	9,746.57	88.40
2	Debt- Equity Ratio	Total Debts (Total Liabilities)	Total Equity (Equity Share capital+Other equity)	47,105.96	123,569.79	1,928.11	61,690.00
3	Debt Service coverage ratio	Earnings available for debt service (Net profit before exceptional Items & tax expense + depreciation & amortization + Finance cost + Non cash operating items + other adjustment)	Finance cost + principle repayment of long term borrowings during the period/year	463.98	-	184.47	-
4	Interest service coverage ratio	Earnings before interest and taxes (EBIT)	Interest	454.42	-	179.84	-
5	Long term debt to working capital	Non-Current Borrowings (Including Current Maturities of Non-Current Borrowings)	Current Assets Less Current Liabilities (Excluding Current Maturities of Non-Current Borrowings)	47,105.96	(3,041.59)	1,928.11	9,658.17
6	Current liability ratio	Total Current Liabilities	Total Liabilities	4,035.08	51,142.00	88.40	2,017.47
7	Total debts to total assets	Total Debt	Total Assets	47,105.96	127,605.84	1,928.11	61,779.36
8	Capital to risk -weighted asset ratio (CRAR)	Tier I Capital + Tier II Capital	Risk Weighted Assets	76,463.83	125,979.96	23,136.90	50,454.17
	Tier I CRAR	Tier I	Risk Weighted Assets	76,463.83	125,979.96	23,136.90	50,454.17
	Tier II CRAR	Tier II	Risk Weighted Assets	-	125,979.96	-	50,454.17
9	Liquidity Coverge Ratio	Stock of Highly qualified asset	Total Net cash outflow	993.49	61.07	9,746.57	53.45

26 Financial risk management

The Company has exposure to the following risks arising from financial instruments:
(i) Market risk
(a) Interest rate risk;
(ii) Credit risk and ;
(iii) Liquidity risk

Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk . The Company's primary risk management focus is to minimize potential adverse effects of risks on its financial performance. The Company's risk management assessment policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management of these policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee are responsible for overseeing these policies and processes.

(i) Market risk

Market risk is the risk of changes in the market prices on account of foreign exchange rates, interest rates and Commodity prices, which shall affect the Company's income or the value of its holdings of its financial instruments . The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the returns.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from banks and others.

For details of the Company's short-term and long term loans and borrowings refer Note No. 9

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased /(decreased) equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date.

Impact on Profit/(loss) before tax	For the year ended 31st March 2026		For the year ended 31st March 2025	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
On account of Variable Rate on Loans and advances given	-	-	-	-
On account of Variable Rate on borrowing	471.06	(471.06)	19.28	(19.28)
Net impact on profitability	**471.06**	**(471.06)**	**19.28**	**(19.28)**

(ii) Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customer. The Company establishes an allowance for doubtful debts, impairement and expected credit loss that represents it estimate an allowance for doubtful debts, impairment and expected credit loss that represents its estimate on epected credit loss model.

(a) Cash and cash equivalents

The Company holds cash and cash equivalents with credit worthy banks of Rs. 9003.39 thousands .The credit worthiness of such banks is evaluated by the management on an on-going basis and is considered to be good.

(b) Investment

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counter-parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties apart from those already given in financials, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

(iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due . The Company has been taking measures to ensure that the Company's cash flow from business borrowing is sufficient to meet the cash requirements for the Company's operations. The Company managing its liquidity needs by monitoring forecasted cash inflows and out flows in day today business. Liquidity needs are monitored on various time bands, on a day today and week to week basis, as well as on the basis of a rolling 30 day projections. Net cash requirements are compared to available working capital facilities in order to determine head room or any shortfalls. Presently company's objective is to maintain sufficient cash to meet its operational liquidity requirements.

The below table summaries the maturity profile of the Company's financial liability

Particulars	Carrying Amount	Contractual cash outflow				
As at March 31,2026		Total	1 year or	1-2 year	2-5 years	> 5 years
Unsecured borrowings	-	-	-	-	-	-
Other financial liabilities	3,906.59	3,906.59	3,906.59	-	-	-

Particulars	Carrying Amount	Contractual cash outflow				
As at March 31,2025		Total	1 year or	1-2 year	2-5 years	> 5 years
Unsecured borrowings	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	-	-

27 The company has only one class of segment i.e. Financial activities ,Hence no reporting required under Ind AS 108 For segment reporting

28 The Ind AS financial statementswere approved for issue by the Board of Directors on 30th day of May, 2026.

29 The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

30 There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

31 Previous year's figures have been re- arranged or re- grouped wherever considered necessary

32 Figures have been rounded off to the nearest thousands of rupees.

33 Figures in brackets indicate negative (-) figures.

Signed for the purpose of Identification

FOR T K & ASSOCIATS
Chartered Accountants
Firm Regn. No. 028474C

For and on behalf of Board of Directors of
SUNITA BONDS AND HOLDINGS LIMITED

CA Tushar Ailani
Partner
Membership No. 439606

Rohit Mittal
Managing Director
DIN: - 02527072

Priyanka Mittal
Director / CFO
DIN: - 07471560

UDIN: 264396060ZKYZG5960
Place: Delhi
Date: 29/05/2026

Anup Kumar Pandey
Company Secretary

FORM 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)

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 TRANSACTIONS UNDER THIRD PROVISO THERETO

1. Details of contracts or arrangements or transactions not at arm’s length basis
(a) Name(s) of the related party and nature of relationship: NIL
(b) Nature of contracts/arrangements/transactions: NIL
(c) Duration of the contracts / arrangements/transactions: NIL
(d) Salient terms of the contracts or arrangements or transactions including the value: NIL
(e) Justification for entering into such contracts or arrangements or transactions: NIL
(f) Date of approval by the Board: NIL
(g) Amount paid as advances: NIL
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

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

Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
N.A	N.A	N.A	N.A	N.A	N.A

The company has not entered into any related party contract or arrangement or transaction which is material. “Material Related Party Transactions” means a contract or arrangement or transaction as defined as material in Listing Regulations or any other law or regulation including any amendment or modification thereof, as may be applicable.

By the order of the Board of Directors of
Sunita Bonds & Holdings Limited

PRIYANKA MITTAL
(Director)
DIN: 07471560

ROHIT MITTAL
(Managing Director)
DIN: 02527072

Place: Delhi
Dated: August 27, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

SI.No	Particulars	Details	
1.	Name of Subsidiary	Nil	Nil
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A	N.A
4.	Share Capital	-	-
5.	Reserves and Surplus	-	-
6.	Total assets	-	-
7.	Total Liabilities	-	-
8	Investments	-	-
.9.	Turnover	-	-
10.	Profit before Taxation	-	-
11.	Profit forTaxation	-	-
12	Profit after Taxation	-	-
13.	Proposed Dividend	-	-
14.	% of Shareholding	-	-

Notes:

A**. Part "B" of Form AOC-1** relates to detail of Associates and Joint Ventures is not been incorporated as there is no associates and joint Ventures of the Company.

By the order of the Board of Directors of
Sunita Bonds & Holdings Limited

PRIYANKA MITTAL
(Director)
DIN: 07471560

ROHIT MITTAL
(Managing Director)
DIN: 02527072

Place: Delhi
Dated: August 27, 2026