

SAB ELECTRONICS DEVICES LIMITED

Regd. Office: SANJAY SINGH GALI NO. 4 SHAKTI NAGAR COLONY DEVI MANDIR ROAD,
GHAZIABAD, UTTAR PRADESH- 201001, INDIA
Email ID: legal.sedl@gmail.com,
CIN: L29308UP1980PLC004866

08th December, 2025

To,
The Listing Department,
The Metropolitan Stock Exchange of India Limited,
205(A), 2nd floor, Piramal Agastya Corporate Park,
Kamani Junction, LBS Road, Kurla (West), Mumbai – 400070
MSEI Symbol: SABELECT

Subject: Submission of Annual Report for the Financial Year 2024-25 of SAB Electronics Devices Limited (“the Company”)

Dear Sir(s),

In Compliance with Regulation 30 read with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit a copy of Annual Report for the Financial Year 2024-25 including the Notice of convening 45th Annual General Meeting of the Company scheduled to be held on Tuesday the 30th day of December, 2025 at 02:15 P.M. at Sanjay Singh Gali No.4, Shakti Nagar Colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001. Kindly take note of the same.

This is for your information and record.

For and on behalf of
SAB ELECTRONICS DEVICES LIMITED

SATISH AHUJA

DIRECTOR

(DIN: 02347649)

**Office Address - Sanjay Nagar, Gali No. 4, Shakti Nagar Colony
Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001**

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COMPANY INFORMATION

CIN:	L29308UP1980PLC004866
BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL	Mr. Satish Ahuja (Director) Mrs. Nishi Ahuja (Director) Mr. Ishwari Datt Pant (Whole Time Director & Chief Financial Officer)
SECRETARIAL AUDITOR :	M/s Meenu G. & Associates, Company Secretaries Address: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi- 110055 Contact No: 8920888492
COMPANY SECRETARY & COMPLIANCE OFFICER	Ms. Namarta Singh (Resigned w.e.f. 01/12/2025)
BANKERS:	Yes Bank Limited
STATUTORY AUDITORS:	N K Bhat & Associates, Chartered Accountants 302, Kanu Chambers, C-2 Sanwal Nagar, New Delhi- 110049 Contact No: 011-26267122
REGISTERED OFFICE:	Sanjay Singh Gali No. 4, Shakti Nagar Colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001
REGISTRAR & SHARES TRANSFER AGENT:	Abhipra Capital Limited Abhipra Complex, A -387,, Dilkhush Industrial Area,, G.T Karnal Road, Azadpur, New Delhi, Delhi Contact No.: +91-11-42390909

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ISIN	INE617R01017
COMPANY WEBSITE:	http://sabelectronics.com/
E-MAIL:	legal.sedl@gmail.com
STOCK EXCHANGE WHERE SECURITIES OF THE COMPANY ARE LISTED	Metropolitan Stock Exchange of India Limited (MSEI)

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NOTICE OF 45TH THE ANNUAL GENERAL MEETING

Notice is hereby given that the 45th Annual General Meeting of the members of **SAB Electronics Devices Limited** will be held on Tuesday, the 30th day of December, 2025 at 02:15 P.M. at Sanjay Singh Gali No. 4, Shakti Nagar Colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001 to transact the following business:

ORDINARY BUSINESS:

ITEM NO.-1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon, along with Cash Flow Statement.

ITEM NO.-2: To appointment M/s N K Bhat & Associates, Chartered Accountants (FRN: 011556N), as Statutory Auditor of the Company for a period of five years, from the conclusion of this 45th Annual General Meeting until the conclusion of 50th Annual General Meeting of the company.

ITEM NO.-3: To appoint a director in place of Mr. Satish Ahuja (DIN: 02347649) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

ITEM NO.-4: To Approve the increase in limit to borrow money above the limit prescribed u/s 180(1)(c).

To consider and if, thought fit to pass with or without modifications, the following resolutions as a Special Resolution:

“RESOLVED THAT the consent of the Members be and it is hereby given in terms of the Section 180(1) (c) of the Companies Act 2013 and other applicable provisions, if any of the Companies Act 2013 to the Board of Directors for borrowing any sum or sums of money from time to time from any one or more of the Banks, Financial Institutions, Central Government, State Government, any Authority, Corporation, Company/Body Corporate, Fund, etc. whether by way of advance, deposits, loans, bill discounting or any other Credit facility secured by Mortgage, charge, Hypothecation, lien of the Company’s assets and properties whether immovable or movable, work in progress of all or any of the undertakings of the Company or unsecured loans, notwithstanding that the moneys to be borrowed together with money already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business) will or may exceed the aggregate of the paid up capital of the Company and it’s free reserves, that is to say, reserves not set apart for any specific purpose but, so however, that the total amount to which the company may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 20,00,00,000 (Rupees Twenty Crores Only) exclusive of interest.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and are hereby severally authorized to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/ or expedient in that behalf.”

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ITEM NO.-5: To Approve the Increase in limit of Providing loan, Guarantees and making investment under section 186 of the companies act, 2013:

To consider and if, thought fit to pass with or without modifications, the following resolutions as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of section 186 of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Board of Directors, the consent of members be and is hereby accorded to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate as it may consider necessary by the Board of Directors of the Company and in the interest of the Company, subject to the aggregate amount of the loans and investments so far made for which guarantees or securities provided to any Bank and/or other Financial Institution and/or any lender and/or any body corporate/ entity/entities and/or authority/authorities and/or any other person whether from India or outside India, in respect of or against any loans or to secure any financial arrangement of any nature by, any other person(s), any Body(ies) Corporate, whether in India or outside, which may or may not be subsidiary (ies) of the Company, whether existing or proposed to be incorporated, along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed at any point of time upto Rs. 20,00,00,000/- (Rupees Twenty Crores only) over and above the limit of 60% of the paid- up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account.

RESOLVED FURTHER THAT in terms of the provisions of Section 186 of the Act, where a loan or guarantee is given or where a security has been provided by the Company to its wholly owned subsidiary company or a joint venture company, or acquisition is made by the Company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary company, the aforementioned limits shall not apply.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**By the order of the Board
SAB Electronics Devices LIMITED**

**Sd/-
Satish Ahuja
(Director)**

DIN: 02347649

**Off. Add: Sanjay Singh Gali No.4, Shakti Nagar
Colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001**

Place: Ghaziabad

Date: 08/12/2025

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.**

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. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the Company.

PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION / AUTHORITY, AS APPLICABLE. An incomplete proxy form or proxy form received beyond time limit is liable to be rejected. A proxy form is enclosed.

2. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting along with their copy of Notice of AGM. No extra attendance slip and/or Notice of AGM will be provided at the venue of the Annual General Meeting. Also, *Route map to the venue of meeting is enclosed.*
3. Corporate Members intending to send their authorized representative(s) are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
4. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the meeting.
5. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Members' reference available on the Company's website under Investor resources. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's Registrar and Transfer Agent ('RTA') in case the shares are held by them in physical form, quoting their folio number.
6. As per Regulation 40 of the SEBI Listing Regulations, as amended, transfer of securities would be carried out in dematerialized form only with effect from April 1, 2019, except in case of transmission or transposition of securities. However, Members can continue to hold shares in physical form. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's RTA for assistance in this regard.
7. All the material documents, Resolutions, Memorandum and Articles of Association of the Company etc. are open for inspection to the members during the office hour of all working day till the conclusion of the Annual General Meeting at the registered office of the Company.
8. Members are requested to notify the change in address, if any, to the Company quoting their Folio Numbers,

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Name and number of shares held by them etc.

9. Members are requested to register their e-mail addresses with the Company or depository for receiving communications including Annual Reports, Notices and Circulars etc. by the Company electronically.
10. For security reasons, no article/baggage will be allowed at the venue of the meeting.
11. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
12. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 4 & 5 set out above are annexed hereto.
13. All documents referred to in accompanying Notice and Explanatory Statement shall be open for inspection by members 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.
14. Mr. Rakesh Choudhary has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting process in a fair and transparent manner.
15. Only bona fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

16. DECLARATION OF RESULTS ON THE RESOLUTIONS:

The Scrutinizer shall, immediately after the completion of the scrutiny of the voting (votes cast during the AGM), within 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's report of the total votes cast in favor and against the resolution(s), invalid votes, if any, and whether the resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website <http://sabelectronics.com> immediately after the result is declared.

Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e., 30th December, 2025.

By the order of the Board
SAB Electronics Devices LIMITED

Sd/-
Satish Ahuja
(Director)

DIN: 02347649

Off. Add: Sanjay Singh Gali No.4, Shakti Nagar
Colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001

Place: Ghaziabad
Date: 08/12/2025

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ANNEXURE TO THE NOTICE

Details of the Directors seeking re-appointment in the forthcoming Annual General Meeting
[Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on General Meetings]

Name of the Director	Mr. Satish Ahuja
DIN	02347649
Age (Years)	65 Years
Nationality	Indian
Qualification	B.Com (H)
Expertise in Special Functional Area	Experience in Accounting and GST
Date of First Appointment on the Board of the Company	12/11/2014
Terms & condition of re-appointment/appointment	Re- Appointment for 1 year
Details of remuneration sought to be paid and remuneration last drawn	NIL
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	NIL
Relationship between the Directors inter se and another Key Managerial Person	Husband of Ms. Nishi Ahuja
No. of Board Meetings attended during the year	-
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Regency World Consulting Limited
Membership/ Chairmanships of Committees of Boards of Other Companies. (Only Audit Committee and Stakeholders' Relationship Committee have been considered)	NIL

Note:

- The aforesaid information is as at 31st March, 2025.
- The Directorships/Committee Memberships exclude foreign companies and companies incorporated under Section 8 of the Companies Act, 2013.
- Only four committees viz. Audit Committee, Nomination & Remuneration Committee, Internal Complaints Committee and Risk Management Committee have been considered for determining Chairmanship/Membership which is pursuant to the provisions of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 READ WITH SECRETARIAL STANDARD 2 WITH RESPECT TO THE SPECIAL BUSINESSES MENTIONED IN THE NOTICE.

ITEM NO.-4: To Approve the increase in limit to borrow money above the limit prescribed u/s 180(1)(c).

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company cannot, except with the consent of the Members of the company in a general meeting, borrow monies, apart from temporary loans obtained from the company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up capital of the Company, its free reserves, that is reserves not set apart for any specific purpose and Securities Premium. To meet the additional working capital requirements, it is necessary to have borrowing limit for the Company. The approval of the Members is, therefore, being sought by way of a special resolution, pursuant to Section 180(1)(c) of the Companies Act, 2013, borrow money above the limit prescribed u/s 180(1)(c) upto Rs. 20,00,00,000 (Twenty Crore Only).

The said borrowing Limit may be unsecured or secured by way of charge / mortgage / hypothecation on the Company's assets in favour of lender. It is necessary for the Company to pass a special resolution under Section 180(1)(a) of the Companies Act, 2013, consenting to the creation of any Charge/ mortgage/hypothecation for outstanding amount not exceeding Rs. 20,00,00,000 (Twenty Crore Only).

The Directors recommend the Special Resolutions at Item Nos. 4 of the accompanying Notice for approval of the Members of the Company.

None of the Directors or any of the Key Managerial Personnel of the Company and their relatives are directly or indirectly concerned or interested in the resolution set out at item No. 4 except to the extent of their shareholding in the Company, if any.

ITEM NO.-5: To Approve the Increase in limit of Providing loan, Guarantees and making investment under section 186 of the companies act, 2013:

In terms of the provisions of Section 186 of the Companies Act, 2013, prior approval of the members of the Company by means of a special resolution passed by Postal Ballot is necessary to give any loan, make investment or give guarantee or provide any security in connection with a loan to any other body corporate including any overseas subsidiary or person and/or for acquiring by way of subscription, purchase or otherwise, the securities of any other body corporate including any subsidiary or joint venture entity, beyond the prescribed ceiling of i) sixty per cent of the aggregate of the paid-up capital, free reserves and securities premium account or, ii) one hundred per cent of its free reserves and securities premium account, whichever is more.

With a view to facilitate the business, future expansions (organic/inorganic)/ acquisitions or investments, the company may require the limit under section 186 of the Companies act, 2013 which is above the restriction placed in the act.

The company proposed to get an approval of shareholders up to Rs 20,00,00,000/- (Twenty Crore only) for the loan/ investment/ providing guarantee /securities etc. The Directors recommend the Special Resolutions at Item Nos. 5 of the accompanying Notice for approval of the Members of the Company.

None of the Directors or any of the Key Managerial Personnel of the Company and their relatives are directly or indirectly concerned or interested in the resolution set out at item No. 5 except to the extent of their shareholding in the Company, if any.

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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: L29308UP1980PLC004866

Name of the Company: SAB Electronics Devices Limited

Venue of the Meeting: Sanjay Singh Gali No. 4, Shakti Nagar Colony Devi Mandir Road
Ghaziabad, Uttar Pradesh-201001

Date and Time: Tuesday, 30th December, 2025 at 02:15 P.M.

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

1. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or
failing him/her

2. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or
failing him/her

3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or
failing him/her

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 **Tuesday, the 30th day of December, 2025 at 02:15 P.M.** at **Sanjay Singh Gali No. 4, Shakti Nagar Colony Devi Mandir Road, Ghaziabad Uttar Pradesh-201001** and at any adjournment thereof) in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of share held	For	Against
Ordinary Business:				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2025 and the			

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	Reports of the Board of Directors and Auditors thereon, along with Cash Flow Statement.			
2.	To appointment M/s N K Bhat & Associates, Chartered Accountants (FRN: 011556N), as Statutory Auditor of the Company for a period of five years, from the conclusion of the 45th Annual General Meeting until the conclusion of 50th Annual General Meeting of the company.			
3.	To appoint a director in place of Mr. Satish Ahuja (DIN: 02347649) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.			
Special Business:				
4.	To Approve the increase in limit to borrow money above the limit prescribed u/s 180(1)(c).			
5.	To Approve the Increase in limit of Providing loan, Guarantees and making investment under section 186 of the companies act, 2013.			

** This is optional. Please 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.

Signed this Day of 2025

Signature of shareholder.....

Signature of Proxy holder(s)

Affix One
Rupee
Revenue
Stamp

Note:

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.

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ATTENDANCE SLIP

Name:	
Address:	
DP ID*	
Client ID*	
Folio No.	
No. of Shares held	

***Applicable for investors holding shares in Electronic form.**

1. I hereby record my presence at the 45th Annual General Meeting of the Company being held on Tuesday, the 30th December, 2025 at 02:15 P.M. at **Sanjay Singh Gali No. 4, Shakti Nagar colony Devi Mandir Road, Ghaziabad, Uttar Pradesh-201001.**

2. Signature of the Shareholder/Proxy Present

--

3. Shareholder/Proxy holders desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Notice for reference at the meeting.

NOTE: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

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Form No. MGT-12

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

POLLING PAPER

FOR FORTY-FIFTH ANNUAL GENERAL MEETING SCHEDULED ON TUESDAY, THE 30TH DAY OF DECEMBER, 2025 AT SANJAY SINGH GALI NO. 4, SHAKTI NAGAR COLONY DEVI MANDIR ROAD, GHAZIABAD UTTAR PRADESH-201001

S. No.	Particulars	Details
1.	Name of the first named shareholder (in block letters)	
2.	Postal Address	
3.	Registered Folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share Equity	

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolutions in the following manner:

S. No.	Resolution	No. of Shares Held	For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2025 and the Reports of the Board of Directors and Auditors thereon, along with Cash Flow Statement.			
2.	To appointment M/s N K Bhat & Associates, Chartered Accountants (FRN: 011556N), as Statutory Auditor of the Company for a period of five years, from the conclusion of the 45th Annual General Meeting until the conclusion of 50th Annual General Meeting of the company.			
3.	To appoint a director in place of Mr. Satish Ahuja (DIN:			

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	02347649) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.			
4.	To Approve the increase in limit to borrow money above the limit prescribed u/s 180(1)(c).			
5.	To Approve the Increase in limit of Providing loan, Guarantees and making investment under section 186 of the companies act, 2013.			

Place: New Delhi

(Signature of the Shareholder)

(Name & Signature of the Proxy)

Date: 30.12.2025

Note: Proxy who are attending and voting in this Forty-fifth Annual General Meeting on behalf of members are requested to first write their name before signing it

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Email ID: legal.sedl@gmail.com,

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Dematerialization of physical shares and Updation of Bank Details & PAN

Dear Shareholders,

We would like to inform you that Securities and Exchange Board of India (SEBI) vide their Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, has mandated all holders of physical securities in listed companies to furnish the PAN, Nomination forms, Contact details, Bank account details, specimen signatures etc. to the RTA.

We observe from our records that the above said details of holders of physical securities have not been updated in your Folios. Hence, we request you to send the details of your PAN, KYC and Nomination form (format is uploaded on website of the Company i.e., <https://sabelectronics.com/> to the Registrar and Share Transfer Agent (RTA) (i.e., Abhipra Capital Limited) of the Company on or before December 30, 2025 . If the RTA doesn't have the above said details on December 30, 2025 then the Folio shall be frozen by the RTA.

The RTA shall revert the frozen folios to normal status upon

- a) Receipt of all the aforesaid documents / details or
- b) Dematerialization of all the securities in such folios.

Please also provide your Email Id, Phone / Mobile No. for record as well as for us to send to you communication by electronic means in accordance with various circulars issued by the Ministry of Corporate Affairs from time to time.

Further, We would also like to inform you that SEBI vide amendment in the Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, dated June 8, 2018, has mandated that the transfer of securities would be carried out in dematerialized form only w.e.f., April 01, 2019.

You are accordingly advised to dematerialize your physical shareholding at earliest. After April 01, 2019, no request for transfer of shares in physical form can be processed by the Company/RTA.

In order to dematerialize your shares, please open a Demat Account with any of the Depository Participant and submit your physical share certificate(s) with them for dematerialization to avoid inconvenience at later stage. An early action in the matter will save you from unnecessary hassle at a later date.

The Company has taken steps and sent the e-mail to its shareholders containing the annexure as annexed below for updation of PAN, KYC, Nomination and Bank Details etc.

**Thanking you,
Yours faithfully,
For SAB Electronics Devices Limited**

**Sd/-
Satish Ahuja
Director**

SAB ELECTRONICS DEVICES LIMITED

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Email ID: legal.sedl@gmail.com,

CIN: L29308UP1980PLC004866

Dear Shareholder(s),

RE: UPDATION OF PAN, KYC, NOMINATION AND BANK DETAILS ETC.

Your attention is drawn to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, wherein it has been decided by the SEBI to mandatorily update the PAN, KYC, Nomination details, Bank details, contact details and Specimen Signature of all shareholders holding shares in physical form and compulsory linking of PAN with Aadhar No. by all shareholders.

In the said circular, SEBI has also stipulated that if the shareholders holding shares in physical mode do not update the PAN, KYC and Nomination details or these details are not made available to the Company/their Registrar and Share Transfer Agents (RTA) by 30th September, 2023, then such folios shall be frozen by RTA on or after 1st October, 2023 (or any other date as may be notified) as per the directive issued by SEBI. Also, the folios in which PAN is not linked to Aadhaar as on 30.06.2023 or any other date as may be specified by the Central Board of Direct Taxes will also be frozen by the RTA.

Please further note that w.r.t. securities in the frozen folios -

- any service request will be entertained by the RTA only upon registration / updation of PAN, KYC and Nomination details
- However the frozen folios shall be eligible for any payment including dividend, interest or redemption payment but only through electronic mode upon complying with the requirements stated herein (or as per other directive of SEBI)
- The frozen folios shall be referred by RTA / Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and / or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025.

Therefore, you are requested to comply with the following procedure to avoid any freezing of folios: -

1. Update the valid PAN, KYC in Form ISR-1 and Nominations details in Form SH-13 with RTA latest by 30th December, 2025. Copies of Form ISR-1 and Form SH-13 are available on the website of the Company.
2. If you want to register / update the signature in the Company/RTA records, then submit Form ISR-2 duly verified by your Bank. A copy of Form ISR-2 is available on the website of the Company.
3. In case you do not wish to nominate any person with whom shall vest, all the rights in respect of such shares in the event of your death, you shall file 'Declaration to Opt-out' in Form ISR-3 with our RTA. A copy of Form ISR-3 is available on the website of the Company
4. If you want to change/cancel the existing nomination, then submit (a) Form SH-14 for change in the nomination details; (b) Form SH-14 and Declaration to Opt-out in Form ISR-3 for cancellation of existing nomination. Copies of Form SH-14 & Form ISR-3 are available on the website of the Company.
Submit Bank Account details (Name of Bank with Branch address, account number, IFS Code) to our RTA.
5. Submit Contact Details i.e. Postal address with PIN, Mobile Number and Email Address to our RTA. (You are requested to kindly update your Email Id and Mobile No. with our RTA for records as well as for receiving communication by electronic means.)

* All forms mentioned above and other relevant information are also available on the website of the company (<https://sabelectronics.com/> and <https://www.abhipra.com/rta-downloads>)

All shareholders, who have not yet dematerialized their shares, are also advised to get their shares converted into demat / electronic form.

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CIN: L29308UP1980PLC004866

Please note the following contact details of our RTA to enable you to submit your PAN/KYC/Nomination/Bank details etc.:

ABHIPRA CAPITAL LIMITED

Address: Abhipra Complex, A387, Dilkhush Industrial Area, GT Karnal Road, Azadpur, Delhi - 110033.

Phone: +91-11-42390909

E-mail: info@abhipra.com ,

website: <https://www.abhipra.com/>

Thanking you,

For SAB Electronics Devices Limited

Sd/-

Satish Ahuja

Director

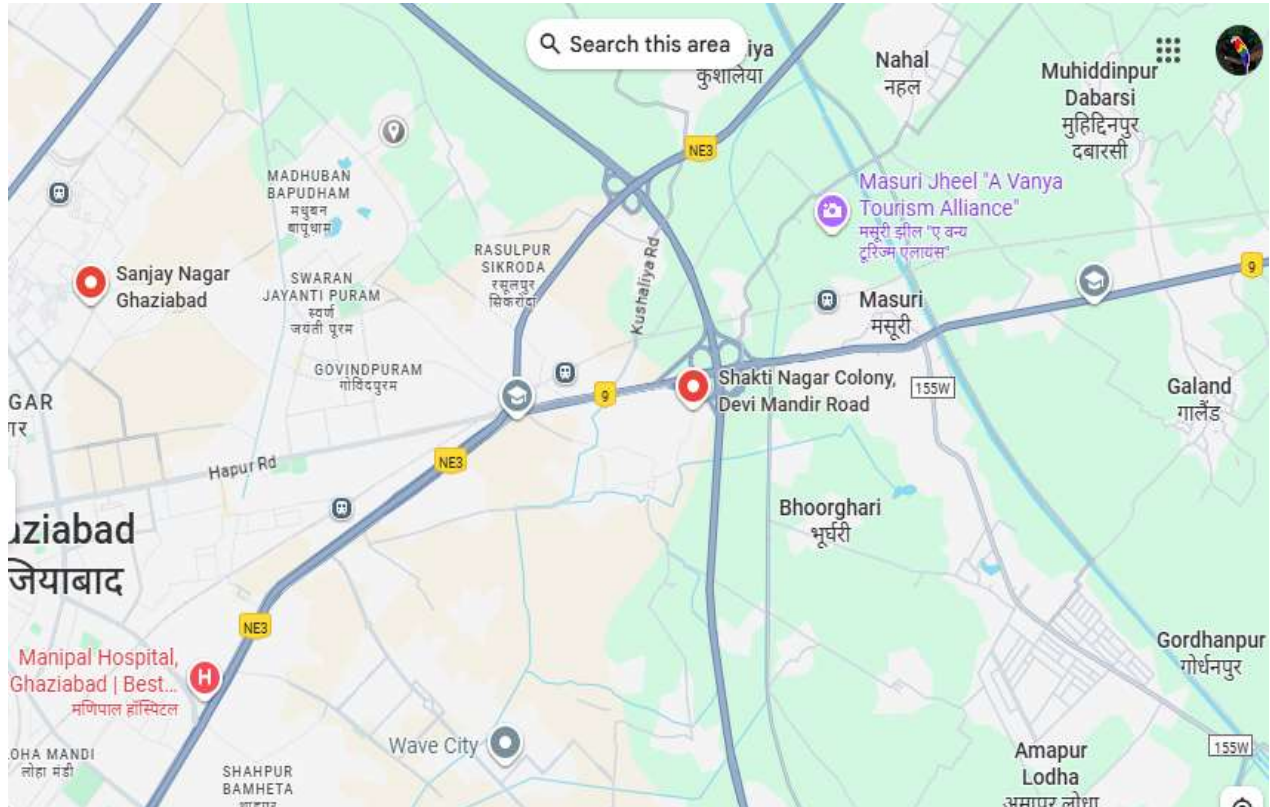
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ROUTE MAP FOR 45TH ANNUAL GENERAL MEETING OF SAB ELECTRONICS DEVICES LIMITED



If undelivered please return to:

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DIRECTOR'S REPORT

To,
The Shareholders

The Board of Directors hereby presents its 45th Director's Report on business and operations of the Company, along with Standalone Audited Financial Statements for the Financial Year ended on 31st March, 2025.

1. BACKGROUND

The Company is based in New Delhi (India), was incorporated in 1985 under the provisions of the Companies Act, 1956. We specialize ourselves as a genuine Web, E Commerce and internet marketing service providers. From the idea to the launch of the E-Commerce web site, we provide full technical, designing and internet marketing support. We also provide consultancy for new businesses, we have expanded our range of operations.

2. STATE OF COMPANY'S AFFAIR

The Company was incorporated in 1985 under the provisions of the Companies Act, 1956. With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to enhance quality and customer service and to reduce costs. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenues. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence and cost cutting initiatives.

3. FINANCIAL RESULTS

The Financial performance of the Company for the financial year ended 31st March, 2025 is summarized below:

(Rs. In Hundred, Except EPS)

Particulars	For the year Ended	
	31 st March 2025	31 st March 2024
Revenue From Operation	-	-
Other Income	6,333	13,080
Total Revenue (I)	6,3331	13,080
Total Expenses (II)	6307.60	11,923.50
Profit Before Exceptional, Tax & Extraordinary Item	25.40	1,156.50

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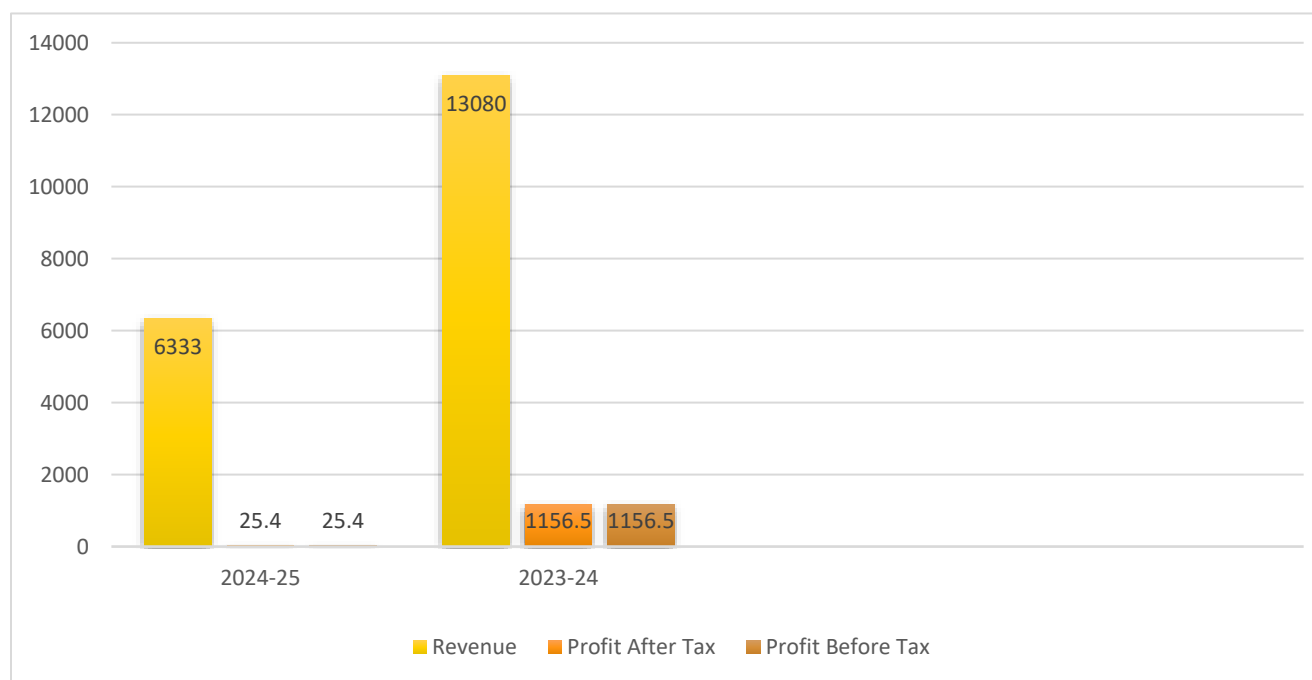
Email ID: legal.sedl@gmail.com,

CIN: L29308UP1980PLC004866

Tax Expenses:		
Current Tax	-	-
Deferred Tax Liability(Net)	-	-
Income Tax Earlier Year		
MAT Credit Entitlement		
Profit After Tax	25.40	1156.50
Earnings Per Share (EPS)	0.00	0.00

4. OPERATIONAL PERFORMANCE

During the period, the company earned total revenue of Rs. 6,33,300/- for the year ended 31st March, 2025 in comparison of Rs. 13,08,000/- for the year ended 31st March, 2024. The Company recorded a profit of Rs. 2,540/- during the year ended 31st March, 2025 against a Profit of Rs. 1,15,650/- in previous year ended 31st March, 2024.



5. DIVIDEND

The Company is planning to expand and thereby would need funds to invest in future projects. Therefore, the Company does not recommend any dividend but the directors are hopeful for better results in ending future.

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6. RESERVES AND SURPLUS

As at the end of the reporting period, in its Reserve and Surplus the Company has balance of Rs. 1,42,49,690/-, Capital Reserve of Rs. 45,625/- and Security Premium Reserve of Rs. 54,00,000/-.

During the period under review the Company has a profit of Rs. 2,540/- in the current Financial Year.

7. SHARE CAPITAL

There is no change in the Authorised Share Capital and Paid-up Share Capital of the Company during the year under review.

During the period under review, the Company Has Authorized Share Capital of Rs. 4,00,00,000/- (40,00,000 shares of Re. 10/- each) and Paid-up Equity Share Capital of Rs. 11,600,000/- (11,60,000 shares of Re. 10/- each) and Preference Shares of Rs. 6,00,000/- (60000 Preference Shares of Rs. 10/- each).

8. LISTING OF SECURITIES

The Shares of the Company is listed on Metropolitan Stock Exchange of India Limited. The Annual listing fees for the Financial Year 2024-25 have been paid to the Stock Exchanges.

9. DETAILS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company does not have any subsidiaries, associates and joint venture companies. Hence, the disclosure of particulars with respect to information related to performance and financial position of the Subsidiaries, joint ventures or associate Companies subject to rule 8(1) and 8(5)(iv) of Companies (Accounts) Rules, 2014 is not applicable.

10. BRANCHES OF THE COMPANY

During the period under review, the Company doesn't have any branch office.

11. DEPOSITS FROM PUBLIC

The Company has neither invited nor accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was payable or outstanding as on 31st March, 2025.

The Company has neither accepted nor renewed any deposits falling under Chapter V of Companies Act, 2013.

12. PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES U/S 188(1)

There is No contract or 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.

13. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) APPOINTED / RESIGNED DURING THE YEAR

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The Company has the professional Board with Executive Directors & Non-Executive Directors who bring the right mix of knowledge, skills & expertise and help the company in implementing the best Corporate Governance practices.

During the period under review the Board of Directors of the Company was duly constituted. None of the Directors of the Company are disqualified under the provisions of the Companies Act, 2013. However, due to sudden demise of Independent Director of the Company, the board of directors of the company doesn't have any Independent director on the Board. The Company is actively making every possible effort to appoint the requisite Independent Director(s) to its Board to achieve compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Regulations.

LIST OF DIRECTORS AS ON 31ST MARCH, 2025:

S. No.	Name	Designation
1.	Mr. Satish Ahuja	Director
2.	Mr. Bhagat Ram Kothari	Executive Director
3.	Ms. Prachi Kothari	Executive Director
4.	Mr. Harish*	Additional Non- Executive Director
5.	Mr. Chirag**	Additional Non- Executive Director

***Mr. Harish (DIN: 10871534) stands vacated from his office as Additional Director of the Company, with effect from 27-03-2025 due to non-regularisation as per Section 161(1) of the Companies Act, 2013.**

**** Mr. Chirag (DIN: 10728185) stands vacated from his office as Additional Director of the Company with effect from 03-04-2025 due to non-regularisation as per Section 161(1) of the Companies Act, 2013.**

The Additional Directors i.e. Mr. Harish and Mr. Chirag of the company without giving any proper notice to the other directors on the Board and without their Consent appointed Ms. Indrawati as Additional Non-Executive Independent Director without the consent of the Board of directors. She was also vacated from office due to non-regularisation as per Section 161(1) of the Companies Act, 2013.

The Company and the current directors on the Board making every possible efforts to rectify or reverse every illegal act or decision taken by the additional directors of the company i.e. Mr. Harish, Mr. Chirag and Ms. Indrawati.

LIST OF KEY MANAGERIAL PERSONNEL (KMP) AS ON 31ST MARCH, 2025:

S. No.	Name	Designation
1.	Mr. Aditya Mohan Chugh*	Whole Time Director
2.	Ms. Namarta Singh	Company Secretary & Compliance Officer
3.	Ms. Prachi Kothari	Chief Financial Officer

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**Mr. Aditya Mohan Chugh Resigned from the Position of Whole Time Director w.e.f. 31.01.2025.*

14. MEETINGS HELD DURING THE F.Y. 2024-2025

The Agenda and Notice of the Meetings were circulated well in advance to the respective Directors. During the year under review, 8 (Eight) Board Meetings and 1 (One) Shareholders Meeting were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 i.e. the maximum interval between any two Board meetings did not exceed 120 days.

S. No.	Date of the Meeting	Mode of the Meeting	Type of the Meeting
1.	29 th May 2024	Physical	Board Meeting
2.	13 th August 2024	Physical	Board Meeting
3.	07 th September 2024	Physical	Board Meeting
4.	14 th November 2024	Physical	Board Meeting
5.	27 th December 2024	Physical	Board Meeting
6.	03 rd January 2025	Physical	Board Meeting
7.	21 st January 2025	Physical	Board Meeting
8.	12 th February 2025	Physical	Board Meeting
9.	30 th September 2024	Physical	Annual General Meeting

Number of the Meetings Attended by the Directors Held during the Year ended 31 st March, 2025	
Name of the Director(s)	Board Meeting Attended
Mr. Satish Ahuja	8
Mr. Bhagat Ram Kothari	8
Ms. Prachi Kothari	8
Mr. Aditya Mohan Chugh	7
Mr. Harish	3
Mr. Chirag	2

15. COMPOSITION OF COMMITTEES OF THE BOARD AS ON 31ST MARCH 2025:

The Company is currently in the process of properly constituting the Board of Directors in accordance with the provisions of the Companies Act, 2013. This includes taking steps to appoint the requisite numbers of Independent Director(s) to ensure compliance with the formation requirements of various Committees, Such as Audit Committee, Nomination & Remuneration Committee and the Shareholder's Grievance Committee, which rely on the presence of Independent Directors.

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16. DECLARATION BY INDEPENDENT DIRECTOR

The Company is actively making every possible effort to appoint the requisite Independent Director(s) to its Board to achieve compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Regulations.

17. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company familiarizes the Directors about their role and responsibility at the time of their appointment through a formal letter of appointment. All new independent directors inducted into the Board attend an orientation program. Presentations are regularly made at the meetings of the Board and its various Committees on the relevant subjects. The details of programs for familiarization of Independent Directors can be accessed on the Company's website <https://sabelectronics.com/>

However, Currently Board of Directors doesn't have any Independent Directors and the Company is actively making every possible effort to appoint the requisite Independent Director(s) to its Board to achieve compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Regulations.

18. DIRECTOR'S RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013, the Directors hereby confirm that:

- 1.) in the preparation of annual financial statements for the Financial Year ended 31st March, 2025 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 2.) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Companies as at 31st March, 2025 and of the profit/loss of the Company for the period ended on that date;
- 3.) 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 fraud and other irregularities;
- 4.) the Directors have prepared the annual financial statements on a going concern basis;
- 5.) the Directors have laid down proper internal financial controls to be followed by the company and such internal financial control were adequate and were operating effectively; and
- 6.) the Directors had devised proper system to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

19. VIGIL MECHANISM /WHISTLE BLOWER POLICY:

The Company in accordance with the provisions of Section 177 (9) of the Act has established a robust Vigil Mechanism Policy for Directors and employees to report genuine concerns to the management viz, instances of

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unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy and assist the Audit Committee. The Directors and employees are encouraged to come forward and express his/her concern(s) without fear of punishment or unfair treatment.

The Whistle Blower Policy/ Vigil Mechanism Policy of the Company is available on the website <https://sabelectronics.com/>

20. AUDITOR & AUDITORS' REPORT:

a. Statutory Auditors and Audit Report

Pursuant to Section 139 of the Companies Act, 2013, M/s N K Bhat & Associates, Chartered Accountants (FRN: 011556N) Statutory Auditors of the Company Appointed to fill the casual vacancy by the Board of Directors at the Board meeting held on 02.12.2025 to hold the office for the Period of five years from the Financial Years 2024-25 to 2028-29, subject to the approval of members in the ensuing AGM.

The Audit Report submitted by Statutory Auditor on Annual Standalone Financial Statement for the Financial Year 2024-25 does not contain any qualification, reservation or adverse remark or disclaimer. The notes to the accounts referred to in the Auditors' Report are self-explanatory and, therefore, do not call for any further comments. The Auditors have also not reported any matter under Section 143(12) of the Companies Act, 2013.

The Statutory Auditors have confirmed that they satisfy the Independence criteria required under the Companies Act, 2013 and Code of Ethics issued by the Institute of Chartered Accountants of India and also confirm that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditor.

b. Secretarial Auditor & Secretarial Audit Report

In terms of Section 204 of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board of Directors of the Company in the Board meeting held on 08th December, 2025 has appointed M/s Meenu G. & Associates, Company Secretaries as Secretarial Auditor of the Company for the financial year 2024-25. Secretarial audit report as provided by M/s Meenu G. & Associates, Company Secretaries is also annexed to this Report, in the prescribed Form MR-3, as "Annexure-I".

c. Disclosure about Cost Audit

As per the Cost Audit Orders, Cost Audit is not applicable to the Company's for the FY 2024-25.

21. CORPORATE GOVERNANCE REPORT

As per Regulation 15 of the SEBI (Listing Regulations and Disclosure Obligations Requirements) Regulations, 2015, the Compliance with the corporate governance provisions as specified in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V shall not be mandatory, for the time being, in respect of the following class of companies:

- A. The listed entity having Paid up Equity Share Capital not exceeding Rs.10 Crore and Net Worth not exceeding Rs.25 Crore, as on the last day of the previous financial year;
- B. The Listed Entity which has listed its specified securities on the SME Exchange.

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Since the Company's paid-up share capital and Net-worth doesn't exceeded the prescribed threshold limits therefore, Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V are not applicable on the Company.

22. BOARD EVALUATION

SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of Director on various parameters such as:

- A. Board dynamics and relationship
- B. Information flows
- C. Decision-making
- D. Relationship with stakeholders
- E. Company performance and strategy
- F. Tracking Board and committee's effectiveness
- G. Peer evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the Directors individually. In respect of the above mentioned Evaluation framework, a structured questionnaire was prepared after taking into consideration of the various aspects of the Board & its Committees, execution and performance of specific roles, duties, obligations and governance. The performance evaluation of Executive Directors and Non- Executive Directors was completed. The Performance evaluation of the Chairman, Non-Executive Directors & Board as a whole was carried out. The Board of Directors expressed their satisfaction with the evaluation process carried out and their own performance evaluation too known as "Self-Assessment".

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

As required to be reported pursuant to Section 134(3)(g) of Companies Act, 2013, the Complete details of Loans, Investments, Guarantees and Securities covered under Sec 186 of Companies Act, 2013, as per following format:

A. Details of Loans and Advances:

S. No.	Details of the Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given
1.	Compusoft Service Pvt. Ltd.	15,00,000	NA	NA
2.	Prince Flemings Credit Limited	23,00,000	NA	NA
3.	Real Time Developers Private Limited	20,00,000	NA	NA
4.	Svam Online.com Limited	2,45,200	NA	NA

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5.	Action Bridgegap Construction	21,73,517	NA	NA
6.	Strategic Developers Private Limited	24,16,119	NA	NA
7.	Saraf Credit & Loan Portfolio Private Limited	20,00,000	NA	NA
8.	Delhi Today Newslane Pvt. Ltd.	6,90,000	NA	NA
9.	Bharti Enterprises	58,75,000	NA	NA
10.	Tikam Saraf	6,00,000	NA	NA
11.	Sundry Receivables	43,89,325	NA	NA

B. Details of Investments:

S. No.	Details of Investments	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient
1.	24,000 Equity Shares of Divya Chugh Designers Private Limited	11,00,000	NA
2.	86760 Equity Shares of Kalyan Entertainment Pvt Ltd.	42,07,860	NA
3.	21587 Equity Shares of Prince Flemings Credit Limitedl	7,54,800	NA
4.	15000 Equity Shares of Shiva Aum Healthcare Private Limited	5,00,000	NA

C. Details of Guarantee/ Security Provided: NA

24. ANNUAL RETURN

The Annual Return in Form MGT-7 of the Company for the Financial Year 2024-25 has been uploaded on the website of the Company and the same can be accessed by clicking on following link: <https://sabelectronics.com/>.

25. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, the Company has not received any significant orders/ material orders passed by any of Regulators/ Courts/ Tribunals impacting the going concern status of the Company and its operations in future.

26. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Company has a professional Board with Executive Directors & Non-Executive Directors who bring the right mix of knowledge, skills, and expertise and help the Company in implementing the best Corporate Governance practices.

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Mr. Satish Ahuja, Director of the Company will retire by rotation at the ensuing 45th Annual General Meeting and being eligible offered himself for re-appointment as per Section 152 of the Companies Act, 2013.

27. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the company, which have occurred between the end of the financial year of the Company to which the financial statements relate and till the date of this annual report.

28. UNSECURED LOAN FROM DIRECTORS:

During the year under review, the Company has not borrowed an unsecured loan from any of the Directors of the Company. However there is Outstanding loan of Rs. 3,80,400/- from Directors of the Company.

29. CHANGE IN THE NATURE OF BUSINESS

There has been no change in nature of business during the financial year under review.

30. SECRETARIAL STANDARDS OF ICSI

Your Company is in compliance with all the applicable Secretarial Standards as specified by the Institute of Company Secretaries of India.

31. PARTICULARS OF EMPLOYEES

The information as per Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as under:

- (i). The ratio of remuneration of each director to the median remuneration of the employees of the employees of the Company for the financial year 2024-25:

S. No.	Directors	Ratio to median remuneration
1	Mr. Satish Ahuja	NIL
2	Ms. Nishi Ahuja	NIL
3	Mr. Ishwari Datt Pant	NIL

- (ii). There has been **no increase** in the remuneration of Whole Time Director and Chief Financial Officer in the Financial Year 2024-25.
- (iii). There has been no change in the median remuneration of employees in the Financial Year 2024-25.
- (iv). The total number of permanent employees on the rolls of the Company during the Financial Year 2024-25 was **06**.
- (v). There has been **50%** decrease in the average salaries of employees. The same cannot be compared with the percentile increase in the managerial remuneration since no remuneration is being paid to managerial

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Email ID: legal.sedl@gmail.com,

CIN: L29308UP1980PLC004866

personnel. The total remuneration paid to employees for the Financial Year 2024-25 is Rs. 360000/- as compared to Rs. 840000/- in the Financial Year 2023-24.

(vi). The Company affirms that remuneration given is as per the remuneration policy of the Company.

The information as per Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached herewith as **Annexure II**.

However, as per the provisions of Section 136 of the Act, the Report and Accounts are being sent to all the members excluding the information on particulars of employees which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

32. DISCLOSURE UNDER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION) RULES, 2014

No Directors/employees of the Company was in receipt of amount exceeding a salary of Rs. 8,50,000/- per month or more when employed for a part of the financial year and Rs. 1,02,00,000/- per annum or more when employed for whole of the year, under the provision of Rule 5 (2) & (3) of the Companies (Appointment And Remuneration) Rules, 2014, as amended from time to time.

33. HUMAN RESOURCES

The Company recognizes people as its most valuable asset and it has built an open, transparent and meritocratic culture to nature this asset. The company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operation of the Company. It looks at the employee's entire life cycle, to ensure timely interventions and help build a long-lasting and fruitful career.

34. CORPORATE POLICY

We seek to promote and follow the highest level of ethical standards in our business transactions. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on the website of the Company viz. <https://sabelectronics.com/>

The Policies are reviewed periodically by the Board and updated on the basis of need and new Compliance.

The Key Policies are as follows:

Name of the Policy	Brief Description
Vigil Mechanism/Whistle Blower Policy	This policy has been established with a view to provide a tool to Directors and Employees of the Company to report to Management genuine concerns including unethical behavior, actual or suspected fraud or violation of the code or the policy. The Policy also provides for adequate safeguards against victimization of Director(s)/Employee(s) who avail of the mechanism and also provides for direct access to the chairman of the Audit Committee in exceptional cases.

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Remuneration Policy	The Board has on the recommendation of Nomination and Remuneration Committee framed and adopted a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration.
Policy for determining materiality of event or Information	The Objective of this policy is to outline the guidelines to be followed by the Company for consistent, transparent and timely public disclosures of material information events/information and to ensure that such information is adequately disseminated to the stock Exchange(s) where the securities of the Company are listed in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.
Policy of Preservation of Records	This policy sets the Standards for classifying, managing and storing the records of the Company. The Purpose of this policy is to establish framework for effective records Management and the process for Subsequent archival of such records.
Terms And Conditions for Appointment of Independent Director	This has prescribed the code of conduct terms and conditions of appointment of the Independent Directors, which are subject to the extant provisions of the applicable laws, including the Companies Act, 2013 ("2013 Act") and Clause 49 of the Listing Agreement (as amended from time to time).
Fair Practice Code	This Code prescribes the guidelines to cover the general principles on adequate disclosures on the terms and conditions of a loan and adopting a non-coercive recovery method.
Policy For Determining Material Subsidiaries	The Board has adopted a policy for determining material subsidiaries.
Insider Trading Prohibition Code Pursuant To SEBI(PIT) Regulations, 2015	This Code has been formulated to regulate, monitor and report trading by the Designated Persons to comply with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. The Code is prescribed to ensure that the Designated Persons do not trade in the Securities of the Company when in possession of UPSI, and to prevent any speculative dealings, knowingly or unknowingly, by the Designated Persons. The Policy was amended in line with SEBI (Prohibition of Insider Trading) (Amendment) Regulations 2018, incorporating "legitimate purpose" in connection with sharing of UPSI.
Policy On Related Party Transaction(S)	In compliance with the Listing Regulations, the Company has the policy for transactions with Related Parties (RPT Policy). During the year, the Company has revised its Policy on dealing with Materiality of Related Party Transactions, in accordance with the amendments to the applicable provisions of the Listing Regulations. The RPT Policy is available on the Company website.
Policy On Familiarization of Independent Directors	This policy has been formulated to familiarize the independent directors with the Company, the functions of the Company and specify their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various Programs

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Policy on orderly succession for appointments to the Board and Senior Management	In Compliance with the provisions of Regulation 17(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this policy has been formulated to ensure the orderly identification and selection of new Directors or Senior Management in the event of any vacancy, whether such vacancy exists by reason of an anticipated retirement, an unanticipated departure, the expansion of the size of the Company, or otherwise.
---	--

35. REPORT UNDER THE PREVENTION OF SEXUAL HARASSMENT ACT, 2013

The Board confirms that no complaints/ cases has been filed / pending with the Company under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the Financial Year 2024-25. All employees (permanent, contractual temporary, trainees) are covered under this policy.

During the financial year under review, the company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follows.

A	Number of complaints of Sexual Harassment received in the Year	0
B	Number of Complaints disposed off during the year	0
C	Number of cases pending for more than ninety days	0

36. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

37. GENDER-WISE COMPOSITION OF EMPLOYEES

In alignment with the principles of diversity, equity, and inclusion (DEI), the Company discloses below the gender composition of its workforce as on the March 31, 2025.

Male Employees: 05

Female Employees: 01

Transgender Employees: 00

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

38. CORPORATE SOCIAL RESPONSIBILITY (CSR)

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The disclosure and the provisions of Section 135 and schedule VII of the Companies Act, 2013 read with Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable to the Company.

39. EMPLOYEE STOCK OPTIONS DETAILS

During the year under review, the Company has no Employee's Stock Options schemes.

40. MANAGEMENT DISCUSSIONS AND ANALYSIS

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March 2025 and is annexed as “Annexure- III” of this Annual Report for the reference of the stakeholders.

41. INTERNAL AUDIT & CONTROL

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficacy of the Company's internal controls, including its systems and processes and compliance with regulations and procedures.

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

In view of the nature of the activities carried out by the Company, Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. During the year under review, the Company had no earnings and expenditure in foreign exchange.

43. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there were no applications made or proceedings pending in the name of the Company under Insolvency and Bankruptcy Code, 2016.

44. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one-time settlement of loans taken from banks and Financial Institutions.

45. DOWN STREAM INVESTMENT

The Company neither have any Foreign Direct Investment (FDI) nor invested as any Downstream Investment in any other Company in India.

46. REPORTING OF FRAUDS:

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During the year under review, there have been no frauds reported by the Statutory Auditors of the Company under sub-section (12) of Section 143 of the Act.

47. ACKNOWLEDGEMENT AND APPRECIATION

Yours Directors would like to express their grateful appreciation for assistance and cooperation received from the Banks, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services of the Executives, staff and workers of the Company at all levels.

By the order of the Board
For SAB Electronics Devices Limited
Sd/-

Satish Ahuja
(Director)
DIN: 02347649

Address: Sanjay Singh Gali No.4, Shakti Nagar Colony Devi Mandir Road
Ghaziabad, Uttar Pradesh-201001

Place: Ghaziabad
Date: 08.12.2025

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ANNEXURE-I

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2025

[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,
SAB Electronics Devices Limited

I have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **M/S SAB ELECTRONICS DEVICES LIMITED** (hereinafter called as “the Company”) for the financial year ended on 31st March, 2025 (hereinafter called as the “period under review”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 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 31st March, 2025 has 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 but subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period under review, checked the applicability of the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not applicable during the period under review.**
- (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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not applicable during the period under review.**
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable during the period under review.**
- (f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review.**
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the period under review.**
- (h) 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; **Not applicable during the period under review.**
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the period under review.**
- (j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review.**
- (vi) Labour laws:
 - a) Payment of Gratuity Act, 1972; **Not Applicable during the period under review.**
 - b) Maternity Benefit Act, 1961; **Not Applicable during the period under review.**
 - c) Employees Provident Fund and Miscellaneous Provisions Act, 1952; **Not Applicable during the period under review.**
 - d) Employment Exchange (Compulsory Notification of Vacancies) Act, 1959; **Not Applicable during the period under review.**
 - e) Payment of Wages Act, 1936; **Not Applicable during the period under review.**
 - f) Employee State Insurance Act, 1948; **Not Applicable during the period under review.**

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- The Listing Agreements entered into by the Company with Stock Exchanges; **Not Applicable during the period under review as no new listing agreement has been executed.**

During the period under review and as per the explanations and clarifications given to us and the representations made by the management, the Company has complied with the provisions of applicable Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above except in respect of matters specified below:

- The Company is currently in the process of properly constituting the Board of Directors in accordance with the provisions of the Companies Act, 2013. This includes taking steps to appoint the requisite numbers of Independent Director(s) to ensure compliance with the formation requirements of various Committees, Such as Audit Committee, Nomination & Remuneration Committee and the Shareholder's Grievance Committee, which rely on the presence of Independent Directors.

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We further report that

1. The Board of Directors of the Company was duly constituted with proper balance of Executive Directors and Non-Executive 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 notices were given to all Directors to schedule the Board Meetings. Also, agenda and detailed notes on Agenda were sent to all the Directors at least seven days in advance. Also, 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.
3. 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.

For Meenu G. & Associates
Company Secretaries

Sd/-

CS Meenu Gupta

COP No.: 26274

Membership No. A52702

PR No. 2443/2022

UDIN: A052702G002270214

Date: 08/12/2025

Place: New Delhi

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

SAB ELECTRONICS DEVICES LIMITED

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“Annexure-I”

The Members,
SAB Electronics Devices Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation Letter about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

For Meenu G. & Associates
Company Secretaries

Sd/-
CS Meenu Gupta
COP No. 26274
Membership No. A52702
PR No. 2443/2022
UDIN: A052702G002270214

Date: 08/12/2025
Place: New Delhi

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Annexure- II

Information as per Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Details of Top Ten Employees in terms of Remuneration Drawn

Details of Top Ten Employees in terms of Remuneration Drawn (2024-25)											
S. No.	Name of Employee	Designation	Remuneration Received (in Rs.) Annually	Nature of Employment	Qualifications	Experience	Date of commencement of employment	Age	Last Employment held	Percentage of shares held	Whether relative of any Director/Manager
1.	Puneet Kakkar	Field Boy	120000/-	Permanent	Graduate	10 Years	March 2015	38	-	0	No
2.	Anil Kumar	Office Assistant	120000/-	Permanent	12 th Pass	5 Years	February 2020	50	-	0	No
3.	Ashok Kumar	Office Assistant	120000/-	Permanent	12 th Pass	5 Years	April 2020	46	-	0	No

By the order of the Board
For SAB Electronics Devices Limited

Sd/-
Satish Ahuja
(Director)
DIN: 02347649

Address: Sanjay Singh Gali No.4, Shakti Nagar Colony Devi Mandir Road
Ghaziabad, Uttar Pradesh-201001

Place: New Delhi

Date: 08.12.2025

Sd/-
Ishwari Datt Pant
(Whole Time Director & CFO)
DIN: 07985999

Address: Sanjay Singh Gali No.4, Shakti Nagar Colony Devi Mandir Road
Ghaziabad, Uttar Pradesh-201001

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Annexure- III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY OVERVIEW

The global digital economy continued its upward trajectory driven by accelerated internet penetration, changing consumer behaviour, increasing smartphone usage and the growth of online transactions. The pandemic-led digital shift matured further, resulting in sustained demand for online engagement, cloud infrastructure, digital payments and online business solutions.

The Web development, E-Commerce enablement and Digital Marketing ecosystem is witnessing significant transformation with advanced technologies such as:

- Artificial Intelligence (AI) and Machine Learning (ML)
- Automation and no-code/low-code platforms
- Data analytics and personalization engines
- Cybersecurity enhancement
- Search engine algorithms and analytics-driven advertising

In India, the market continues to expand due to favourable demographics, supportive policy frameworks, growth of startups, and rapid consumer digital adoption. SMEs and large enterprises alike are prioritising digital-first business models, contributing to the sustained growth of the digital services sector.

OUR INDUSTRY SEGMENT

The Company operates in the Web Solutions, E-Commerce Enablement and Internet Marketing Services segment. This includes:

- Website and application development
- Online store creation and maintenance
- Digital advertising and paid promotions
- Search Engine Optimization (SEO) and content marketing
- Social media management
- Analytics and performance optimization

This segment is characterized by:

- Fast-paced technological evolution and continuous innovation
- Subscription-based and project-based business models
- High competition from freelancers, agencies, and global platforms
- Customers seeking measurable ROI, transparency and performance-driven digital solutions

With increasing digital dependency among businesses across industries, long-term industry fundamentals remain strong.

BUSINESS

During the year, the Company continued its focus on expanding service capabilities, upgrading technology platforms and improving client acquisition and retention. Key business efforts included:

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- Strengthening SEO, content and analytics capabilities to deliver performance-based digital marketing solutions
- Enhancing custom website and e-commerce development offerings aligned with the latest frameworks and UX best practices
- Improving automation, lead nurturing and client reporting tools to enhance transparency and measurable results
- Expanding service reach to SMEs, startups and enterprise clients across diverse sectors

OPPORTUNITIES AND THREATS

The industry presents significant growth opportunities driven by rising digital adoption, increasing acceptance of e-commerce, and expanding outsourcing demand from both domestic and global clients. The scope for recurring revenue models such as retainers and subscription-based services is also growing. Furthermore, advancements in AI, automation and data analytics offer potential for service expansion and process optimisation.

However, the Company also faces several threats, including intense competition from domestic agencies, international players and independent freelancers offering low-cost alternatives. Rapidly changing digital advertising and search engine algorithms can impact service outcomes and require continuous adaptation. Additionally, evolving data protection regulations and cybersecurity risks necessitate compliance readiness and robust technological safeguards.

OUTLOOK AND FUTURE PROSPECTS

The long-term outlook for the digital services sector remains positive as businesses continue to invest in strengthening their online presence and adopting technology-driven marketing solutions. The Company intends to further expand its service portfolio, strengthen automation and AI capabilities, enhance customer experience platforms, and broaden its domestic and international client base. Emphasis will be placed on scalable service models, innovative digital solutions and performance-driven marketing strategies. With continued focus on capability building, quality delivery and customer retention, the Company expects sustainable growth in the coming years.

RISKS & CONCERNS

The Company operates in a highly dynamic environment that presents both operational and strategic risks. Technology upgrades, algorithm changes and evolving digital platforms require ongoing adaptation and continuous investment in skills and tools. Cybersecurity threats and data privacy obligations are rising concerns and require robust systems and compliance practices. Market volatility, client budget limitations and shifting priorities in digital spending may also impact revenue patterns. Furthermore, increasing price-based competition can affect profitability unless balanced with value-driven differentiation. The Company is committed to monitoring these risks closely and implementing appropriate mitigation measures through structured governance, process discipline and technology strengthening.

SUBSIDIARY COMPANY

There is no subsidiary of the company.

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HUMAN RESOURCES

The Company's relations with the employees continued to be cordial.

FINANCIAL RESULTS

The Financial performance of the Company for the financial year ended 31st March, 2025 is summarized below:-
(Rs. In Hundreds, except EPS)

Particulars	For the year Ended	
	31 st March 2025	31 st March 2024
Total Revenue (I)	6,333	13,080
Total Expenses (II)	6307.60	11923.50
Profit Before Exceptional, Tax & Extraordinary Item	25.40	5.40
Tax Expenses:		
Current Tax	0	
Deferred Tax Liability(Net)		0
Income Tax Earlier Year	-	-
MAT Credit Entitlement	0	0
Profit After Tax	25.40	5.40
Earnings Per Share (EPS)	0.00	0.00

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUENCY

Your Company has an effective system of accounting and administrative controls supported by an internal audit system with proper and adequate system of internal check and controls to ensure safety and proper recording of all assets of the Company and their proper and authorized utilization.

As part of the effort to evaluate the effectiveness of the internal control systems, your Company's internal audit department reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal audit department is manned by highly qualified and experienced personnel and reports directly to the Audit Committee of the Board. The Audit Committee regularly reviews the audit findings as well as the, an Information Security Assurance Service is also provided by independent external professionals. Based on their recommendations, the Company has implemented a number of control measures both in operational and accounting related areas, apart from security related measures.

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CAUTIONARY STATEMENT

This report describing the companies' activities, projections about future estimates, assumptions with regard to global economic conditions, government policies, etc. may contain "forward looking statements" based on the information available with the company. Forward-looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the company's operations are affected by the many external and internal factors, which are beyond the control of the management. Hence the company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

Company follows all Mandatory Accounting Standards.

**By the order of the Board
For SAB Electronics Devices Limited**

Sd/-
Satish Ahuja
(Director)
DIN: 02347649

Sd/-
Ishwari Datt Pant
(Whole Time Director & CFO)
DIN: 07985999

**Date: 08.12.2025
Place: Ghaziabad**

N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

INDEPENDENT AUDITOR'S REPORT

To

The Members of **SAB ELECTRONICS DEVICES LIMITED**

Report on the Standalone Financial Statements

Qualified Opinion

We have audited the standalone financial statements of SAB ELECTRONICS DEVICES LIMITED, which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity for the year then ended, and the notes thereto, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of the information and explanations provided to us, except for the possible effects of the matters described in the "Basis for Qualified Opinion" section, the accompanying standalone financial statements give the information required by the Companies Act, 2013 in the manner so required, and present a true and fair view in conformity with the accounting principles generally accepted in India, including Ind AS, of the financial position of the Company as at 31 March 2025, its financial performance, cash flows, and changes in equity for the year then ended.

Basis for Qualified Opinion

1. Resignation of Statutory Auditors and Non-Compliance with Mandatory ROC Filings

We note that our firm, N K Bhat & Associates, resigned as statutory auditors of the Company on 19 May 2025 due to health reasons of the concerned partner. A new auditor, VRSK & Associates, was appointed by the Board to fill the casual vacancy. Subsequently the new auditor VRSK & Associates resigned on 1 December 2025 and casual vacancy created.

Mandatory filings of Form ADT-1 and ADT-3 relating to these appointments and resignations were not made with the Registrar of Companies. These statutory filings are the responsibility of management, and we were not associated with, nor responsible for, the said non-compliances.

The Company has approached our firm for appointment for FY 2024-25 and for subsequent financial years. Management is responsible for ensuring regularisation of all past non-compliances, which may have implications on the legal validity of appointments.

2. Unresolved matters relating to certain corporate actions, borrowings, and related transactions

During our audit, we were informed of certain corporate actions and borrowings undertaken during the year which may involve compliance issues under applicable laws. We also noted communication dated 1 December 2025 from the previous auditor referring to these matters in connection with its resignation.

Management has represented that a review of these transactions is underway to determine whether any revision of previously issued financial statements is required. At the time of finalising our report, this evaluation was incomplete and complete supporting documentation was not made available.

Due to lack of sufficient appropriate audit evidence, we were unable to determine whether:

- a) the borrowings and related transactions were compliant with applicable laws,
- b) adjustments are required in the accompanying financial statements, or



Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

c) any prior-period items require restatement or disclosure under Ind AS.

Accordingly, the potential financial impact of these matters cannot be determined.

3. Disowning the bank account in the name of the Company

We noted a bank account (HDFC Bank, Karol Bagh Branch, A/c No. 50200107840362) held in the Company's name which, according to management, was opened without proper authorization or the knowledge of certain directors. Management has disowned the account and stated that the transactions therein do not relate to the Company. Consequently, no balances or transactions from this account have been recorded in the financial statements. .

We were not provided with sufficient evidence to independently verify:

- a) the circumstances under which the account was opened,
- b) whether transactions therein relate to the Company, or
- c) whether any adjustments or disclosures are necessary

Due to lack of sufficient audit evidence, the financial impact, if any, cannot be determined. We are unable to report whether any adjustments to the financial statements might be necessary in respect of this bank account, including any associated assets, liabilities, income, expenditure, and disclosures required under applicable financial reporting framework.

4. Company's Bank Account with Yes Bank Limited Rajendra Place Branch

The Company has not provided bank statements for the financial year ended 31 March 2025. Accordingly, we were unable to obtain sufficient appropriate audit evidence regarding the accuracy, completeness and existence of bank balances and related bank transactions recorded in the books of accounts.

Consequently, we are unable to verify whether any adjustments to these transactions/ balances are necessary.

Information Other Than the Standalone Financial Statements

The Company's Board of Directors is responsible for the other information included in the Annual Report. Our opinion does not cover such information. We have nothing to report with respect to material inconsistencies noticed.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the preparation of the accompanying standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with Ind AS and the provisions of the Companies Act, 2013. This responsibility includes:

1. Ensuring full compliance with all statutory, regulatory and filing requirements, including but not limited to filings related to appointment and resignation of auditors (Forms ADT-1 and ADT-3) and all corporate actions undertaken by the Company.
2. Establishing and maintaining adequate accounting records, internal controls, and systems of authorization, including controls relating to bank account management, borrowing arrangements, and recording of financial transactions.
3. Ensuring that all bank accounts opened in the name of the Company are duly authorised in accordance with the Board-approved policies and ensuring that all related transactions are fully recorded in the books of account.



N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

4. Providing complete, accurate, and timely information, documentation, explanations, and supporting records necessary for the purpose of our audit, including those relating to:
5. borrowings, loan arrangements and related documents,
6. corporate actions and Board/Shareholder approvals,
7. transactions appearing in the bank account stated to be unauthorised,
8. any historical transactions or matters that may require disclosure or restatement in accordance with Ind AS.
9. Assessing the impact of any non-compliances or deficiencies in documentation on the financial statements and ensuring that the financial statements include all necessary adjustments, disclosures, restatements, or explanatory notes.
10. Ensuring the legality, validity, and compliance of past and proposed auditor appointments, and taking all steps to regularise non-compliances identified and communicated.
11. Assessing the Company's ability to continue as a going concern, and making appropriate disclosures related to it.
12. Management acknowledges that the matters described in the Basis for Qualified Opinion section arise from responsibilities that lie solely with the Company and its governance structure. Management further acknowledges its responsibility to review, regularise, and rectify these matters and to provide complete audit evidence in future periods.

Auditor's Responsibilities

Our responsibility is to obtain reasonable assurance that the financial statements are free from material misstatement. We evaluate internal controls, accounting policies, estimates, disclosures, and presentation. We communicate significant audit findings and matters relating to independence to those charged with governance.

Report on Other Legal and Regulatory Requirements

1. CARO 2020 (Companies (Auditor's Report) Order, 2020)

A detailed statement on matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020, is annexed as **Annexure A**.

2. Section 143(3) of the Companies Act, 2013

a. Information and Explanations

Subject to the limitations described in the *Basis for Qualified Opinion* paragraph, we have sought and, except for the matters for which sufficient appropriate audit evidence could not be obtained, received the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. Books of Account

In our opinion, and based on our examination of the books of account, proper books of account as required by law have been maintained by the Company **except for the matters described in the Basis for Qualified Opinion paragraph**, in respect of which we were unable to determine the correctness and completeness of the underlying information.



N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

c. Agreement with Books of Account

The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, and the Statement of Changes in Equity are in agreement with the books of account, **to the extent such books were made available to us and except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph.**

d. Compliance with Ind AS

In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, **except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph.**

e. Directors' Disqualification

On the basis of written representations received from the directors as on 31 March 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on that date from being appointed as a director in terms of Section 164(2) of the Act.

f. Internal Financial Controls

With respect to the adequacy and operating effectiveness of internal financial controls over financial reporting, reference is invited to our separate report in Annexure B. **Our report should be read together with the limitations stated in the Basis for Qualified Opinion paragraph.**

g. Rule 11 Matters (Companies Audit & Auditors Rules, 2014)

Subject to the limitations described in the Basis for Qualified Opinion paragraph, and based on the information and explanations provided to us:

i. Management has represented that the Company does not have any pending litigations which would impact its financial position as at 31 March 2025.

ii. Management has further represented that the Company did not have any long-term contracts, including derivative contracts, for which provision for material foreseeable losses was required under applicable laws or accounting standards.

iii. There were no amounts required to be transferred to the Investor Education and Protection Fund during the year ended 31 March 2025.

h. Reporting on Utilisation of Funds (Clause 11(e))

Based on the representations provided by management and **subject to the possible effects of the matters described in the Basis for Qualified Opinion paragraph:**



N K Bhat & Associates

Chartered Accountants

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Tel: 26267122 Email id: bhatin@bhatin.com

(a) Management has represented that no funds have been advanced, loaned, or invested by the Company to any intermediary, whether directly or indirectly, with the understanding that the intermediary shall lend or invest in other entities identified by or on behalf of the Company, or provide any guarantee, security, or the like to or on behalf of such ultimate beneficiaries.

(b) Management has also represented that no funds have been received by the Company from any funding party, whether directly or indirectly, with the understanding that the Company shall lend or invest in entities identified by or on behalf of such funding party, or provide any guarantee, security, or the like on behalf of such ultimate beneficiaries.

For N K Bhat & Associates

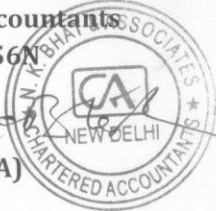
Chartered Accountants

FRN - 0011556N

(N K Bhat, FCA)

Partner

M.No. 085136



Date: 08/12/2025

Place: New Delhi

UDIN: 25085136BMINWS1019

N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

✓ ANNEXURE – A TO THE INDEPENDENT AUDITOR'S REPORT

Pursuant to the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013, and based on the information and explanations provided to us and the books and records examined by us, we report as under:

i. Property, Plant and Equipment & Intangible Assets

(a)

A. The Company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.

B. The Company does not have any intangible assets. Accordingly, the provisions of clause 3(i) (a) (B) are not applicable.

(b) The Property, Plant and Equipment have been physically verified by the management during the year in accordance with a phased verification programme covering a three-year cycle. In our opinion, the frequency and procedure of such verification are reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were reported on such verification.

(c) The title deeds of immovable properties disclosed in the financial statements are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use assets) or intangible assets during the year.

(e) Based on the information and explanations provided, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and the rules made thereunder.

ii. Inventory and Working Capital Limits

(a) Inventories (other than goods-in-transit) were physically verified by management at reasonable intervals. The procedures, coverage, and frequency of verification were found reasonable. No material discrepancies (in aggregate for each class of inventory) were noticed.

(b) The Company has not been sanctioned working capital limits in excess of ₹5 crores from banks/financial institutions during the year, secured against current assets.

iii. Loans, Advances, Guarantees, Security

(a) According to the information and explanations given to us, the company has granted following loans:

S.No.	Particulars	Nature of Association, if any	Nature of Payments	Aggregate Amount Given ('00)	Amount Outstanding at Balance Sheet date ('00)
1	Listed/Unlisted Companies	Nil	Investment in Shares	Nil	65,626.60
2	Listed/Unlisted Companies	Nil	Unsecured Loans	Nil	13,24,836



N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

iv. Compliance with Sections 185 and 186

According to the information provided, the Company has complied with Section 186 of the Act in respect of investments made. The Company has not granted any loans, provided guarantees, or given security attracting Section 185.

v. Deposits

The Company has neither accepted deposits nor amounts deemed to be deposits under Sections 73 to 76 of the Companies Act. Accordingly, clause 3(v) is not applicable.

vi. Cost Records

Maintenance of cost records under Section 148(1) is not applicable to the Company.

vii. Statutory Dues

(a) The Company has been generally regular in depositing undisputed statutory dues including GST, income tax and other material statutory dues with appropriate authorities.

No undisputed statutory dues were outstanding for more than six months as at year-end.

viii. Unrecorded Income

The Company has not surrendered or disclosed unrecorded income in income-tax assessments during the year.

ix. Borrowings

Important Note:

As explained in the *Basis for Qualified Opinion* section of the main report, we were unable to obtain sufficient appropriate audit evidence regarding the nature, legality, and compliance aspects of certain borrowings and related transactions undertaken during the year. Accordingly, our reporting below is based solely on available records and management representations.

(a) Based on records available, no defaults in repayment of loans or interest were noted.

(b) The Company has not been declared a wilful defaulter by any lender.

(c) Term loans, to the extent documentary evidence was provided, appear to have been applied for their intended purpose.

(d) No short-term funds were used for long-term purposes as per information available.

(e) The Company has not taken funds to meet the obligations of any associate.

(f) No loans were raised on pledge of securities of associate companies.

x. Public Offer / Private Placement

The Company has not raised funds by IPO/FPO or private placement of securities. Accordingly, reporting under clauses 3(x)(a) and 3(x)(b) is not applicable.

xi. Fraud Reporting

(a) No fraud by the Company or on the Company was noticed or reported during the year.

(b) No report under Section 143(12) was filed during the year.

(c) No whistle-blower complaints were received.



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Chartered Accountants

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xii. Nidhi Company

The Company is not a Nidhi Company; clause 3(xii) is not applicable.

xiii. Related Party Transactions

Related party transactions were in compliance with Sections 177 and 188, and have been appropriately disclosed.

xiv. Internal Audit

- (a) The Company has an internal audit system commensurate with its size and nature of business.
 - (b) The internal audit report for the year was made available to us and considered.
-

xv. Non-cash Transactions

The Company has not entered into non-cash transactions with directors or connected persons.

xvi. RBI Registration

- (a) The Company is not required to register under Section 45-IA of the RBI Act.
 - (b) The Company has not conducted NBFC or housing-finance-type activities.
 - (c) The Company is not a Core Investment Company.
 - (d) No CIC forms part of the Group.
-

xvii. Cash Losses

The Company has not incurred cash losses during the current or immediately preceding financial year.

xviii. Resignation of Auditors

As described in the main audit report, there were resignations of statutory auditors during the year. Their reasons and related compliance lapses have been described in detail in the *Basis for Qualified Opinion*.

xix. Company's Ability to Meet Liabilities

Based on financial ratios, ageing analysis, and management plans, nothing has come to our attention suggesting material uncertainty regarding the Company's ability to meet its liabilities as they fall due within one year. This does not constitute a guarantee of future viability.



N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

xx. CSR

CSR provisions under Section 135 are not applicable to the Company.

xxi. Consolidation

This report relates to standalone financial statements; clause 3(xxi) is not applicable.

For N K Bhat & Associates

Chartered Accountants

FRN - 0011556N

(N K Bhat, FCA)

Partner

M.No. 085136



Date: 08/12/2025

Place: New Delhi

UDIN: 25085136BMINWS1019

N K Bhat & Associates

Chartered Accountants

302 Kanu Chambers, C-2 Sanwal Nagar New Delhi-110049

Tel: 26267122 Email id: bhatin@bhatin.com

✓ ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls over Financial Reporting under Section 143(3)(i) of the Companies Act, 2013

We have audited the internal financial controls over financial reporting of **SAB Electronics Devices Limited** as of 31 March 2025 in conjunction with our audit of the standalone financial statements for the year then ended.

Management's Responsibility

Management is responsible for establishing and maintaining adequate internal financial controls based on the criteria set out in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls based on our audit. We conducted our audit in accordance with the Guidance Note and Standards on Auditing prescribed under Section 143(10).

Our audit included evaluating the design, implementation, and operating effectiveness of internal controls.

Basis for Qualified Opinion

As stated in the *Basis for Qualified Opinion* section of the main audit report, we were **unable to obtain sufficient appropriate audit evidence** regarding:

- certain borrowings and related financial transactions;
- the existence, authorization, and impact of an unauthorized bank account;
- compliance and documentation aspects of significant corporate actions.

These matters indicate that the internal financial controls relating to **authorization, documentation, monitoring of financial transactions and compliance processes** were **not operating effectively** during the year.

¶ Qualified Opinion

In our opinion, **except for the possible effects of the matters described in the Basis for Qualified Opinion**, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as of 31 March 2025.

For N K Bhat & Associates

Chartered Accountants

FRN - 001155616

(N K Bhat, FCA)

Partner

M.No. 085136

Date: 08/12/2025

Place: New Delhi

UDIN: 25085136BMINWS1019



SAB ELECTRONICS DEVICES LIMITED
Sanjay Singh Gali No. 4, Shakti Nagar Colony
Devi Mandir Road Ghaziabad U.P. 201001
Balance Sheet as at 31st March 2025

(Amount in Rs.'00)

Particulars		Note No.	As At 31st March 2025	As At 31st March 2024
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) <u>Share capital</u>	A	1,22,000.00	1,22,000.00
	(b) <u>Reserves and surplus</u>	B	1,96,953.15	1,96,927.75
2	Non-current liabilities			
	(a) <u>Long-term borrowing</u>	C	3,804.00	3,804.00
	(b) <u>Deferred Tax Liabilities (Net)</u>		0.00	0.00
	Current liabilities			
	(a) <u>Trade payables</u>	D	7,426.48	6,199.28
	(b) <u>Provisions & Other Payable</u>	E	531.52	385.52
	Total		3,30,715.15	3,29,316.55
II.	ASSETS			
	Non-current assets			
1	(a) <u>Fixed assets</u>			
	<u>Tangible assets</u>	F	46.82	46.82
	(b) Investments	G	65,626.60	65,626.60
	(c) Deferred Tax Assets(Net)		2.96	2.96
2	Current assets	H		
	(a) <u>Trade & Others Receivables</u>	i	1,037.50	1,037.50
	(b) <u>Cash and cash equivalents</u>	ii	7,791.80	6,492.20
	(c) <u>Loans and advances</u>	iii	2,41,891.61	2,41,891.61
	(d) Other Current Assets	iv	14,317.86	14,218.86
			3,30,715.15	3,29,316.55

Significant Accounting Policies and Notes forming integral part of accounts as per Schedule O

As per our report of even date attached.

For **N K BHAT & ASSOCIATES**
Chartered Accountants

(N.K. Bhat, FCA)
Partner
FIRM NO. 011556N
M.NO. 085136
Place : New Delhi
Date: 08-12-2025



(Iswari Dutt Pant)
Director
(DIN 07985999)

(Nishi Ahuja)
Director
(DIN 07517303)

(SATISH AHUJA)
Director
DIN 02347649

Sab Electronics Devices Limited
Sanjay Singh Gali No. 4, Shakti Nagar Colony
Devi Mandir Road Ghaziabad U.P. 201001
Profit and loss Account for the year ended 31st March 2025
(Amount in Rs.'00)

Particular	Refer Note No.	Current Year 2024-25	Previous Year 2023-24
I. Revenue from operations	I	0.00	0.00
II. Other Income	J	6,333.00	13,080.00
Total Revenue (I + II)		6,333.00	13,080.00
III Expenses:			
Cost of bought out Material & Rendering of Services		0.00	0.00
Employee Benefit Expenses	K	3,600.00	8,400.00
Depreciation and amortization expense	L		0.00
Other expenses	M	2,707.60	3,364.20
IV Total expenses		6,307.60	11,764.20
V Profit before exceptional and extraordinary items and tax (III-IV)		25.40	1,156.50
VI Exceptional items			
VII Profit before extraordinary items and tax (V - VI)		25.40	1,156.50
VIII Extraordinary Items			
IX Profit before tax (VII- VIII)			
X Tax expense:			
(1) Current tax			
(2) Earlier tax			
(3) Deferred tax			
XI Profit(Loss)for the Period from continuing operations(VII-VIII)		25.40	1,156.50
XII Profit(Loss) for the period (XI+XIV)		-	-
XIII Tax Expense of discontinuing operations		-	-
XIV Profit/(Loss)from Discountinuing operations (after tax) (XII-XIII)		25.40	1,156.50
XV Profit(loss)for the period (XI+XIV)			
XVI Earnings Per Equity share:			
(1) Basic		0	0
(2) Diluted		0	0

Significant Accounting Policies and Notes forming integral part of accounts are as per Schedule O

As per our report of even date attached.

For N K BHAT & ASSOCIATES
Chartered Accountants

(N.K. Bhat, FCA)
Partner
FIRM No 011556N
M.NO. 085136
Place : New Delhi
Date: 08-12-2025

(Ishwari Dutt Pant)
Director
(DIN:- 07985999)

(Satish Ahuja)
Director
DIN 02347649

(Nishi Ahuja)
Director
(DIN:- 07517303)

SAB ELECTRONICS DEVICES LIMITED
Sanjay Singh Gali No. 4, Shakti Nagar Colony
Devi Mandir Road Ghaziabad U.P. 201001

A Share Capital

(Amount in Rs.'00)

i Share Capital Authorised, issued, subscribed and paid up

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number	Amount(In Rupees)	Number	Amount(In Rupees)
Authorised				
Equity Shares @ 10 each	40,000.00	4,00,000.00	40,000.00	4,00,000.00
	40,000.00	4,00,000.00	40,000.00	4,00,000.00
Issued				
Equity Shares @ 10 each	11,600.00	1,16,000.00	11,600.00	1,16,000.00
Preference Shares @10 each	600.00	6,000.00	600.00	6,000.00
	12,200.00	1,22,000.00	12,200.00	1,22,000.00
Subscribed & Paid Up				
Equity Shares @ 10 each	11,600.00	1,16,000.00	11,600.00	1,16,000.00
Preference Shares @10 each	600.00	6,000.00	600.00	6,000.00
Total	12,200.00	1,22,000.00	12,200.00	1,22,000.00

ii Reconciliation of the number of Equity Shares and share capital

Particulars	Equity shares		Preference shares	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	11,600.00	1,16,000.00	600.00	6,000.00
# Shares Issued during the year	-	-	-	-
# Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	11,600.00	1,16,000.00	600.00	6,000.00

iii Terms/rights attached to equity Shares

The Company has two type of share capital i.e equity & Preference Shares and both are of face value of Rs.10/- per share.
Each Holder of equity share is entitled to one vote per share.

iv The Statement Showing Shareholders details holding more than 5% of equity shares at the end of the year.
shares held on Balance Sheet date:

Name of Shareholder	As at 31st March 2025		As at 31st March 2024	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aditya Mohan Chugh (Preference)	60,000.00	100.00	60,000.00	100.00
Bhagat ram Kthari(Equity)	55,993.00	4.83	55,993.00	4.83
Neeti Chugh(Equity)	44,993.00	3.88	44,993.00	3.88
Lalit Mohan(Equity)	50,000.00	4.31	50,000.00	4.31
Divya Chugh(Equity)	95,000.00	8.18	95,000.00	8.18

v Shares Reserved for issue under options outstanding as at end of the year on unissued share capital.
The Company has not reserve any shares for issue under any options.

B Reserves and Surplus

	As at 31 March 2025		As at 31 March 2024	
Profit & Loss Account				
as per last balance sheet	1,42,471.50		1,41,315.00	
Profit for the year	25.40		1,156.50	
Capitals Reserve	456.25		456.25	
Security Premium(Preference Share)	54,000.00		54,000.00	
Total	1,96,953.15		1,96,927.75	

C Long Term Borrowing

Particular	As at 31 March 2025		As at 31 March 2024	
Loan from Directors	3,804.00		3,804.00	
Others	-		-	
Total		3,804.00		3,804.00

D Trade Payables

Particular	As at 31 March 2025		As at 31 March 2024	
Sundry Creditors		7,426.48	-	6,199.28
Total		7,426.48		6,199.28

E Provisions & other Liability

Particular	As at 31 March 2025		As at 31 March 2024	
Provision for income tax		31.52		31.52



[Signature]

[Signature]

[Signature]

TDS Payable				
Audit Fees Payable		500.00		354.00
Total		531.52		385.52

F Tangible Assets

i Gross Block	As at 01/04/2024	Addition	Deletion	As at 31/03/2025
Furniture and Fixtures	352.00	-	-	352.00
Computer & Peripherals	638.00	-	-	638.00
Total	990.00	-	-	990.00

ii Depreciation

	As on 01-04-2024	During the year	As on 31/03/2024	Impairment
Furniture and Fixtures	305.24			-
Computer & Peripherals	637.93	-		-
Total	943.18			-

iii Net Block	As at 31 March 2025	As at 31 March 2024
Furniture and Fixtures	46.76	46.76
Computer & Peripherals	0.07	0.07
Total	46.82	46.82

G Investment	As on 31 March 2025	As on 31 March 2024
Non Current Investments Unquoted shares as per list	65,626.60	65,626.60
Total	65,626.60	65,626.60

H Current Assets

i Trade Receivable & others Receivable	As at 31 March 2025	As at 31 March 2024
Outstanding for more than 6month	1,037.50	1,037.50
Outstanding for less than 6month	0.00	0.00
Other Receivables	-	0.00
Total	1,037.50	1,037.50

ii Cash and Cash Equivalents	As at 31 March 2025	As at 31 March 2024
Balance with banks		
yes bank	111.73	111.73
Cash in Hand	7,680.07	6,380.47
Total	7,791.80	6,492.20

iii Loans and advances	As at 31 March 2025	As at 31 March 2024
Related parties	52,352.00	1,33,248.36
Others	1,89,539.61	1,08,643.25
Total	2,41,891.61	2,41,891.61

iv Other Current Assets	As at 31 March 2025	As at 31 March 2024
Income Tax Refundable	-	
TDS FY 2015-16	-	
TDS FY 2017-18	-	
TDS FY 2018-19	-	
Deferred Tax (Assets)		
GST input	99.00	*
Interest Receivable	14,218.86	14,218.86
Total	14,317.86	14,218.86

I Revenue from operations	As at 31 March 2025	As at 31 March 2024
sale	0.00	0.00
	0.00	0.00
Total	0.00	0.00

J Revenue from Non-operations	As at 31 March 2025	As at 31 March 2024
Consultancy	6,333.00	13,080.00
Interest on loan		
Profit on sale of investment(shares)	0.00	0.00
Total	6,333.00	13,080.00

K Employee Benefit Expenses	As at 31 March 2025	As at 31 March 2024
Salary & allowances	3,600.00	8,400.00
Staff welfare Expenses		
Total	3,600.00	8,400.00



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L	Depreciation and Amortisation	As at 31 March 2025		As at 31 March 2024	
			0.00		-
	Depreciation		0.00		-
	Total				

M	Other Expenses	For the year ended		For the year ended	
		31 March 2025		31 March 2024	
	Particulars				
	Web Maintenance charges	0		159.30	
	Annual Listing fees	550.00		649.00	
	AGM Expenses	115.00		278.30	
	Auditors Remuneration	500.00		354.00	
	Accountancy Charges	160.00		-	
	Conveyance Expenses	44.30		276.20	
	Legal & Professional Charges	230.00		685.00	
	RTA Expense	118.00		118.00	
	Internet exp.	40.02		160.00	
	MCA filing Expenses & Filing Fees	75.00		58.00	
	Postage Exp.	12.30		25.80	
	Printing & Stationery	18.03		125.30	
	Misc. exp.	362.00		0	
	Telephone Expenses	22.75		38.60	
	Accountancy charges	0		360.00	
	CDSL Annual Custody Fees	118.00		118.00	
	NSDL Annual Custody Fees	342.20		118.00	
	Total	2,707.60		3,364.20	

N Accounting Ratio

Formula

Current Ratio
Debt-Equity Ratio
Debt Service Coverage Ratio
Return on Equity Ratio
Inventory Turnover Ratio
Trade Receivables Turnover Ratio
Trade Payables Turnover Ratio
Net Capital Turnover Ratio
Net Profit Ratio
Return on Capital Employed
Return on Investment

Current Assets / Current Liabilities
Debt/
Net Operation Income / Debt Service
Profit after tax less pref. Divident * 100 / Shareholders Equity
Cost of Goods Sold / Average Inventory
Net Credit Sales / Average Trade Receivables
Net Credit Purchases / Average Trade Payables
Revenue / Average Working Capital
Net Profit / Net Sales
EBIT / Capital Employed
Net Profit / Net Investment

Ratios	
Current Ratio	33.30
Debt-Equity Ratio	0.03
Debt Service Coverage Ratio	0
Return on Equity Ratio	0.00
Inventory Turnover Ratio	0
Trade Receivables Turnover Ratio	0.00
Trade Payables Turnover Ratio	0.00
Net Capital Turnover Ratio	0.00
Net Profit Ratio	0.00
Return on Capital Employed	0.00
Return on Investment	0.00

As per our report of even date attached.

For N K BHAT & ASSOCIATES
Chartered Accountants

(N.K. Bhat, FCA)
Partner
FIRM NO.011556N
M.NO: 085136
Place : New Delhi
Date : 08-12-2025

(Ishwari Dutt Pant)
Director
DIN 7985999

SATISH AHUJA
Director
DIN 02347649

(Nishi Anuja)
Director
DIN 7517303

SAB ELECTRONICS DEVICES LIMITED
Sanjay Singh Gali No. 4, Shakti Nagar Colony
Devi Mandir Road Ghaziabad U.P. 201001
Cash Flow Statement for the year ended 31-03-2025

Particulars	2024-25 (Amount in Rs.'00)	2023-24 (Amount in Rs.'00)
A. Cash flow from Operating Activities		
Net Profit Before tax and extraordinary items	25	1,15,650
Depreciation on assets	-	-
Deffered Tax	-	-
(Increase)/Decrease in current assets	-99	38,570
Increase/(Decrease) in current liabilities	1,373	-54,125
Cash generated from operations	1,300	4,47,275
Cash Flow Before Extra ordinary Items		
Net Cash generated/(invested) in operating activities	1,300	4,47,275
B. Cash Flow from Investment Activities		
(Purchase)/Sale of Fixed Assets	-	-
Increase in Long Term Advances	-	-
Net Cash generated/(invested) in investing activities	-	-
C. Cash flow from Financing Activities		
Increase/Decrease in unsecured loan	-	-1,64,600
Increase/Decrease in Deferred Tax Assets	-	-
Net Cash flow from in financing activities	-	-1,64,600
Net Decrease in Cash or		
D. Cash Equivalents (A+B+C)	1,300	2,82,675
E. Cash or Cash equivalent at the beginning of the year	6,49,220	3,66,545
Cash or Cash equivalent at the end of the year (D+E)	7,792	6,49,220

For and on behalf of the Board .

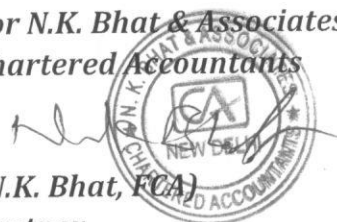
Auditor's Certificate

We have verified the above cash flow statement of M/s Regency World Consulting Limited. derived from the audited financial statements of the Company for the year ended on 31st March 2025 covered by our report of even date and found the same to be drawn in accordance therewith and also with the requirements of clause 32 of the listing agreements with Stock Exchanges.

Place: New Delhi
Date : 08-12-2025

For N.K. Bhat & Associates
Chartered Accountants

(N.K. Bhat, FCA)
Partner
M. No. 085136
FRN. 01156N



SAB ELECTRONICS DEVICES LIMITED

Registered Office: Sanjay Singh Gali No. 4, Shakti Nagar Colony
Devi Mandir Road Ghaziabad U.P. 201001
Contact No. +91-9811032576 Email Id: legal.sedi@gmail.com
CIN: L29308UP1980PLC004866

Schedule-O

Significant Accounting policies and notes to accounts forming integral part of accounts for the year ended on 31-03-2025

1. Corporate Information

Sab Electronics Devices Limited ("The Company") is public Limited Company Listed at MSEI Limited, domiciled in India and incorporated under the provisions of the Companies Act, 1956.

2. Significant accounting policies/ Notes.

(A) Basis of Preparation of Financial Statements

The Financial Statements have been prepared on accrual basis and under the historical cost convention in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Financial Statements to comply in all material aspects with the Accounting Standards notified under the Companies Accounting Standard Rules, 2006 (as amended time to time) and the relevant provisions of the Companies Act, 2013.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

(B) Use of Estimates

The preparation of the Financial Statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reporting balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reporting amounts of income and expenditure during the year. Contingencies are recorded when it is probable that a liability will be incurred, and the amount can be reasonably estimated. Actual results could differ from such estimates. Any revision to accounting estimates is recognized in the period in which result are known/materialize.

(C) Inventory

Inventory is valued at the lower of Cost on FIFO and Net realizable value as certified by the management.



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(D) Depreciation

Depreciation has been provided as per rates and method as provided in the companies' Act 2013 and schedules II thereto.

(E) Revenue Recognition

Sales of goods: Sales are recognized net of returns, trade discount on transfer of significant risk and rewards of ownership to the buyer, which generally coincides with delivery of goods and right to claim to customer. Other incomes are recognized on accrual basis.

(F) Tangible Fixed Assets

Fixed Assets are stated at cost of acquisition including taxes, duties freight and other incidental expenses related to acquisition, construction and installation less depreciation/ Amortization. Borrowing costs that are directly attributable to acquisition, construction or production of a qualifying asset capitalized.

(G) Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated depreciation/ amortization if charged to profit and loss account.

(H) Accounting for Taxed on Income

Income Tax is accounted for in accordance with Accounting Standard on "Accounting for Taxes on Income" notified pursuant to the Companies (Accounting Standards) Rules, 2006.

(I) Deferred Tax Asset/ Liability.

Deferred Tax Asset/ Liability is provided and recognized on timing differences between taxable income and accounting income As per AS 22 of ICAI. Deferred Tax Asset is recognized only if virtual certainty is foreseen to reverse this.

(J) Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognized when there is a present legal or statutory obligation as a result of past events and where it is probable that there will be outflow of resources



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CIN: L29308UP1980PLC004866

to settle the obligation and when a reliable estimate of amount of the obligation can be made.

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing bases and only those having a largely probable outflow or resources are provided for. Contingent Assets are not recognized in the Financial Statements. Contingent Liabilities not acknowledged as debts.

1. A Sum of Rs App. 17 Lakh as Penalty from MSEI for non compliance of LODR.
2. Income tax Liability of Rs App. 6 Lakh for assessment year 2005.06.

(K) Value of Investment

Investments classified as current investments shown in the financial statements at the lower of cost and fair value determined either on an individual investment basis or by category of investment, but not on an overall (or global) basis. Investments classified as Non-Current investments shown in the financial statements at cost and provision for diminution in the individual investment shall be made to recognize a decline, other than temporary, and in the opinion of management no permanent decline is foreseen therefore no such provision made.

3. Payment to auditors

Particulars	As at 31 st March 2025 (Amt. in. Rupees)	As at 31 st March 2024 (Amt. in. Rupees)
As Auditors	50000	30000
For other certification work	0	0
Total	50000	30000

4. Information under The Micro, Small and Medium Enterprises Development Act, 2006, can't be given, as the relevant information are under process. It has been informed by the Company that they have written to the existing firms/ companies to given information regarding identification whether they are covered under



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Micro, Medium & Small Category, the information sought has not been received by the management.

5. Balance of Advances/ recoverable are subject to confirmation/ reconciliation, therefore impact on financial statements can be determined after reconciliation.
6. The company has Associate Company not subsidiary as on 31-03-2025 as defined under Companies act 2013 but no consolidated financial Statements were prepared as the present position is believed to be of temporary in nature.
7. No Provision of interest on interoperate Loans & Advances made in the accounts because such advances are of Business nature and not in the nature of loans.
8. Inter Corporate Loan to Action Bridgegap construction Pvt Ltd 22,17,517.00 of which full recovery is doubtful as the lenders of this company has initiated auction process under securities act.

For N K Bhat & Associates
Chartered Accountants



(N K Bhat)
Partner
M.No. 085136
FRN No. 011556N
Place: New Delhi
Date: 08-12-2025


Iswari Dutt Pant
(Director)
DIN: 07985999


Nishi Ahuja
(Director)
DIN: 07517303


Satish Ahuja
(Director)
DIN: 02347649