

**UNIRAMA
INDUSTRIES
LIMITED**

NOTICE :

Notice is hereby given that the 32nd Annual General Meeting of the Members of UNIRAMA INDUSTRIES LIMITED will be held at the Registered Office on Monday, the 30th day of September, 2013 at 11.30 P.M. to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Directors' Report and the Audited Balance Sheet as at 31st March, 2013 and the Profit & Loss Account for the year ended on that date and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. P. P. Chowdhury, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification, the following resolution :

As Ordinary Resolution :

RESOLVED THAT Mr. Sanjoy Kumar Sett, who was appointed as Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Article 121 of the Company's Article of Association and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received due notice in writing under Section 257 of the Companies Act, 1956 alongwith requisite deposit, proposing his candidature for the Office of the Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

Registered Office:

Green Acres
2, Nazar Ali Lane, Flat-4A
Kolkata – 700 019
Date: 30th May, 2013

By Order of the Board


Kamal Sharma
Director

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NOTES :

- a) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received at the Registered Office not less than 48 hours before the meeting.
- b) The Register of Members and Transfer Books of the Company will be closed from 23rd September, 2013 to 30th September, 2013, both days inclusive.

ANNEXURES TO THE NOTICE :

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956 IN RESPECT OF SPECIAL BUSINESS

Item No. 4

Mr. Sanjoy Kumar Sett, who was appointed as an Additional Director of the Company with effect from 26th March, 2013 in terms of Section 260 of the Companies Act, 1956 and Article 121 of the Article of Association of the Company, vacates his office at this Annual General Meeting. A notice under Section 257 of the Companies Act, 1956 alongwith requisite deposit has been received by the Company from a member proposing the appointment of Mr. Sanjoy Kumar Sett as a Director of the Company, liable to retire by rotation.

The proposed resolution is recommended for adoption. None of the Directors except Mr. Sanjoy Kumar Sett is concerned and/or interested in the aforesaid resolution.

Registered Office :
Green Acres
2, Nazar Ali Lane, Flat-4A
Kolkata – 700 019
Date: 30th May, 2013

By Order of the Board


Kamal Sharma
Director

DIRECTORS' REPORT TO THE MEMBERS :

Your Directors have pleasure in presenting the 32nd Annual Report together with Audited Statement of Accounts for the year ended 31st March, 2013.

FINANCIAL HIGHLIGHTS :

	31st March 2013 (Rs.)	31st March 2012 (Rs.)
Profit /(Loss) before Tax	57388	(15544)
Profit / (Loss) after Tax	57388	(15544)
Balance B/F	(662508)	(646964)
Balance carried to Balance Sheet	(605120)	(662508)

OPERATIONS, MANAGEMENT DISCUSSION AND ANALYSIS :

As in the previous year, the Company did not have any significant business operations during the year. The books of accounts show a Profit of Rs. 57,388/- as against a Loss of Rs. 15,544/- in the previous year which arose due to sale of Investments during that year. Fresh business activity in accordance with the new Objects of the Company are being considered.

DEPOSITS:

Your Company has not accepted any deposit within the meaning of Section 58A of the Companies Act, 1956 and the rules made thereunder.

DIRECTORS' RESPONSIBILITY STATEMENT:

In compliance of Section 217 (2AA) of the Companies Act, 1956, your Directors state as follows:

- a) That in the preparation of accounts, applicable accounting standards have been followed.
- b) That appropriate accounting policies have been selected and applied consistently with reasonable and prudent judgements and estimates so as to give true and fair view of the state of affairs of the Company.



- c) That proper and sufficient care have been taken for the maintenance of adequate accounting records for safeguarding assets and for preventing fraud and other irregularities.
- d) That the Annual Accounts have been prepared on a going concern basis.

AUDITORS' REPORT :

The observations of the Auditors' Report have been dealt with in the Notes to Profit & Loss Account and the Balance Sheet of the Accounts, and being self-explanatory, do not call for any further clarifications.

DIRECTORS:

Mr. P. P. Chowdhury retire by rotation at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment.

During the year 2012-2013, Mr. B. K. Dalmia has resigned as Director of the Company w.e.f. 30.03.2013.

Mr. Sanjoy Kumar Sett has been appointed as Additional Director of the Company w.e.f. 26.03.2013. Appropriate Resolution seeking your approval for his appointment is appearing in the Notice convening the Annual General Meeting.

AUDITORS:

M/s S. S. Kothari & Co., Chartered Accountants of the Company are retiring at the ensuing Annual General Meeting and are eligible for re-appointment.

COMPLIANCE CERTIFICATE :

In accordance with Section 383A of the Companies Act, 1956 and Companies (Compliance Certificate) Rules 2001, the Company has obtained a certificate from a secretary in whole time practice confirming that the Company has complied with all the provisions of the Companies Act, 1956 and a copy of such certificate is placed before the Board noted.



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PARTICULARS OF EMPLOYEES:

The Company has no employee whose remuneration is more than the limit specified in Section 217 (2A) of the Companies Act, 1956

PARTICULARS OF THE TECHNOLOGY ABSORPTION, CONSERVATION OF ENERGY AND FOREIGN EXCHANGE EARNING & OUTGO:

Conservation of Energy	:	Not Applicable
Technology Absorption	:	Not Applicable
Foreign Exchange Earnings	:	Nil
Foreign Exchange Outgo	:	Nil

ACKNOWLEDGEMENT:

Your Directors acknowledge with gratitude the co-operation and assistance received from the Members and all concerned with the business of the Company.

On Behalf of the Board

Place: Kolkata
Date: 30.05.2013


Kamal Sharma
Director


S. K. Sett
Director

S. S. KOTHARI & CO.

CHARTERED ACCOUNTANTS

S.S. KOTHARI B.Com., C.T.A. (LOND), F.C.A. K.S. MEHTA B.Com., A.C.I.S. (LOND), F.C.A.
R.K. ROYCHOUDHURY B.Sc., B.Com., F.C.A. R.N. BARDHAN B.Com., F.C.A.
T.K. SENGUPTA B.Com., LL.B., F.C.A. A. DATTA B.Com., F.C.A.

INDIA STEAMSHIP HOUSE
21, OLD COURT HOUSE STREET
KOLKATA - 700 001

Phone : 2248-0279/2758 Res : 2289-1398

e-mail : sskco@vsnl.net

KOLKATA • DELHI • MUMBAI • JAIPUR • CHENNAI

AUDITORS' REPORT

TO THE MEMBERS OF UNIRAMA INDUSTRIES LTD.

1. Report On The Financial Statements

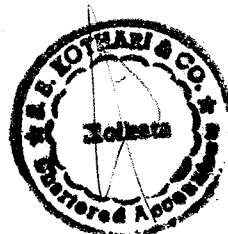
We have audited the accompanying financial statements of UNIRAMA INDUSTRIES LTD, which comprise the Balance Sheet as at 31st March'2013 and the Statement of Profit & Loss and the Cash Flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

2. Management's Responsibility for the Financial Statements.

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



5. Report on Other Legal and Regulatory Requirements

- i) As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order to the extent applicable to the company.
- ii) As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by the law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
 - d) In our opinion the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this Report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956, except in the case of Leave Encashment which is provided on accrual basis instead of actuarial basis as prescribed by Companies (Accounting Standard) Rules, 2006.
 - e) On the basis of written representations received from the Directors as on 31st March 2013 and taken on record by the Board of Directors, we report that none of Directors are disqualified as on 31st March 2013 from being appointed as Directors in terms of section 274(1) (g) of the Companies Act, 1956

Place : Kolkata
Date :30th May 2013.




For S.S. KOTHARI & CO.
Chartered Accountants
FR No. 302034E
A. Datta
Partner
Membership No. 5634

- V. The accumulated losses of the company are not more than its net worth. The company has not incurred cash losses during the current financial year covered by our audit and in the immediately preceding financial year.
- VI. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, Debentures and other security.
-
- VII. The Company is not a Chit Fund or a Nidhi/Mutual Benefit Fund/ Society.
- VIII. The Company has maintained proper records of its dealing in Shares and Securities and the investment are held in the name of the company except of exemption granted under section 49 of the companies act, 1956.
- IX. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
- X. Our Comments on matters are given herein above to the extent applicable to the company for the year under review.

Place : Kolkata
Date : 30th May,2013

For S.S. KOTHARI & CO.
Chartered Accountants
FR No. 302034E


A.Datta
Partner
Membership No. 5634

UNIRAMA INDUSTRIES LIMITED
BALANCE SHEET AS AT 31ST MARCH' 2013

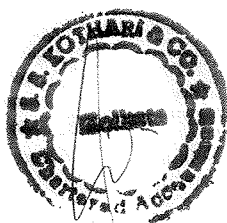
(Amount in Rs)

PARTICULARS	NOTE NO	BALANCE AS AT 31.03.2013		BALANCE AS AT 31.03.2012	
EQUITY AND LIABILITIES					
1. Shareholders' Fund					
a) Share Capital	2	2,400,000.00		2,400,000.00	
b) Reserves and Surplus	3	(470,119.08)	1,929,880.92	(527,507.16)	1,872,492.84
2. Current Liabilities					
Other Current Liabilities	4		117,310.00		117,207.00
Grand Total			2,047,190.92		1,989,699.84
I. ASSETS					
Current Assets					
a) Cash and Cash Equivalent	5	2,030,091.67		1,968,707.37	
b) Short Term Loans and Advances	6	17,099.25	2,047,190.92	20,992.47	1,989,699.84
Grand Total			2,047,190.92		1,989,699.84
Significant Accounting Policies	1				

See Accompanying Notes are an integral part of the Financial Statements.
This is the Balance Sheet referred to in our Report of even date.

For S.S.KOTHARI & CO
Chartered Accountants
PAN 302034E

DATTA
Partner
Membership No.5634
KOLKATA
DATED: 30th May, 2013.



[Signature]
Director

[Signature]
Director

UNIRAMA INDUSTRIES LIMITED
 PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH' 2013


(Amount in Rs.)

PARTICULARS	NOTE NO	FOR THE YEAR 2012-13	FOR THE YEAR 2011-12
I. Other Income	7	107,603.88	20,992.47
Total Income		107,603.88	20,992.47
I. Expenses: Other Expenses	8	50,215.80	36,536.00
Total Expenses		50,215.80	36,536.00
II. Profit before Tax (I - II)		57,388.08	(15,543.53)
V. Tax Expenses:		-	-
VI. Profit (Loss) for the period		57,388.08	(15,543.53)
VII. Earnings Per Equity Share:			
i) Basic		0.24	(0.06)
ii) Diluted		0.24	(0.06)
Significant Accounting Policies	1		

The accompanying Notes are an integral part of the Financial Statements.
 This is the Statement of Profit & Loss referred to in our report of even date.

For S.S.KOTHARI & CO
 Chartered Accountants
 R NO. 302034E
 DATTA
 Partner
 Membership No.5634
 KOLKATA
 DATED: 30th May, 2013.




 Director


 Director

UNIRAMA INDUSTRIES LTD

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

PARTICULARS	Year ended 31.03.2013	Year ended 31.03.2012
(A) CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) Before Tax and Extra Ordinary Items:	57,388	(15,544)
Adjustments for:		
Profit on the Sale Investment		(20,992)
Interest Income	-	
Dividend Income		
Operating Profit/(Loss) before working capital changes	57,388	(36,536)
Adjustments for:		
Sundry Debtors		
Current Liabilities increase	103	
Loans & Advances decreases	3,893	
Cash Flow before Extra Ordinary Items		
Net Cash from Operating Activities	61,384	(36,536)
(B) CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Investment		
Sale of Investment	-	-
Dividend Income		
Net Cash from Investing Activities	-	-
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Net Increase in Cash and Cash Equivalents	61,384	(36,536)
Cash and Cash Equivalents (Opening Balance)	1,968,707	2,005,243
Cash and Cash Equivalents (Closing Balance)	2,030,091	1,968,707
Cash and Cash Equivalents consisting of:		
Cash in Hand	747	747
Cash at Bank		
- In Current Accounts	29,344	67,960
- In FD Accounts	2,000,000	1,900,000
	2,030,091	1,968,707

For S.S.KOTHARI & CO

Chartered Accountants

FR NO:302034E

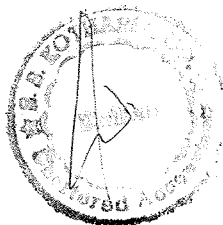
A.DATTA

Partner

Membership No.5634

KOLKATA

DATED: 30th May, 2013.



[Signature]
Director

[Signature]
Director

UNIRAMA INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1 SIGNICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION

The Financial Statements have been prepared to comply in material respects with the Accounting Principal generally accepted in India, Including mandatory Accounting Standard notified under the Companies (Accounting Standard) Rules,2006 (as amended) under the historical cost convention and on accrual basis. The Accounting Policies in all material respects, have been consistently applied by the company and are consistent with those used in previous year, except for changes in the presentation and disclosure of the financial statement as desribed in Notes below.

- B. The financial statements have been prepared in accounts with the historical cost convention of a going concern on Mercantile Basis.

C. EARNING PER SHARE

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus share. other than conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating, diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

NOTES TO THE ACCOUNTS

	2012-13		2011-12	
	Rs	Rs	Rs	Rs
2. Share Capital:				
a) Authorised:				
300000 Equity Shares of Rs. 10/- each (Previous Year		3,000,000.00		3,000,000.00
300000 Equity Shares of Rs. 10 /- each)				
Total		3,000,000.00		3,000,000.00
b) Issued, Subscribed & Paid Up:				
240000 Equity Shares of Rs. 10/- each (Previous Year		2,400,000.00		2,400,000.00
240000 Equity Shares of Rs. 10 /- each)				
Total		2,400,000.00		2,400,000.00

c) Reconciliation of the number of Equity Shares Outstanding:

Particulars	2012-13		2011-12	
	Nos	Nos	Nos	Nos
Number of Shares outstanding at the beginning of the year.		240,000.00		240,000.00
Number of Shares outstanding at the end of the year.		240,000.00		240,000.00

d) Shares in the Company held by each Shareholders holding more than 5% Shares.

Name of Shareholders	Number of Shares held		% of Share held	
	Nos	Nos	Nos	Nos
NIL				

e) Rights, Preferances and Restrictions attached to Shares Issued:

Each Equity Shareholder holding shares of Rs. 10/- each is eligible for one vote per share held and is entitled to dividend when proposed by the Board of Directors subject to the approval of the shareholders in the Annual General Meeting. Each Equity Shares holders is entitled to participate in repayment of Capital on liquidation after all secured creditors have been paid.

3. Reserve & Surplus:

Particulars	As at 31st March' 2012	Addition	Deduction	As at 31st March' 2013
a) General Reserve	135,000.00	-	-	135,000.00
b) Surplus	(662,507.16)	57,388.08	-	(605,119.08)
Total	(527,507.16)	57,388.08	-	(470,119.08)

4. Other Current Liabilities:

	2012-13		2011-12	
Other Payables				
Audit Fees	5,618.00		5,515.00	
Miscellaneous Expenses	111,692.00	117,310.00	111,692.00	117,207.00
Total		117,310.00		117,207.00

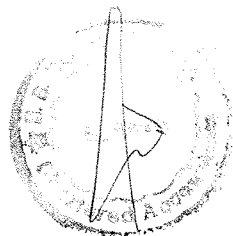
Cash and Cash Equivalent				
i) Balances with Banks				
In Current Account	29,344.18		67,959.88	
Fixed Deposit with Bank (Maturity Period more than 12 months)	2,000,000.00	2,029,344.18	1,900,000.00	1,967,959.88
ii) Cash on hand		747.49		747.49
Total		2,030,091.67		1,968,707.37

Short Term Loans and Advances				
	2012-13		2011-12	
Others:				
Unsecured, Considered Goods:				
Interest Receivable		13,500.00		18,893.22
TDS Receivable		3,599.25		2,099.25
Total		17,099.25		20,992.47

Income				
Investment Income (Tax Deducted at Source Rs. Nil Previous Year Rs. Nil)		107,603.88		20,992.47
Net Gain / Loss on Sale of Investment.				
Total		107,603.88		20,992.47

Other Expenses				
Bank Charges		169.00		
General Charges		2,330.00		2,540.00
Rates & Taxes		2,621.00		2,415.00
Payment to Auditors		5,000.00		5,000.00
Legal and Professional Expense		14,000.00		12,500.00
Professional Tax		2,500.00		2,500.00
Stock Exchange Listing Fees		23,595.80		11,581.00
Total		50,215.80		36,536.00

Additional Information				
Interest Income		107,603.88		20,992.47
Gain / Loss on Sale of Investment.				
Payments to Auditors		5,000.00		5,000.00
Audit Fees				



0. Since the company having one segment hence Information required as per Accounting Standard 17 (AS-17) issued by ICAI are not given.

1. The Company has no transaction with Related Parties as defined in Accounting Standard – 18 issued by ICAI.

2. In compliance with Accounting Standard –22 issued by ICAI issued on " Accounting for Taxes on Income" the company has not recognized any deferred Tax assets for the Current and Brought forward Loss as well unabsorbed depreciation as the Management has no sufficient grounds to recover due to uncertainty of the activity carried by the company

3.Earning Per Shares	2012-13	2011-12
a) Net Profit/(Loss) after tax available for equity shareholders	57,388.08	(15,543.53)
b) Weighted average number of Basic Equity Shares of Rs. 10/- each outstanding during the year.(No. of shares)	240,000	240,000
c) Weighted average number of Diluted Equity Shares of Rs. 10/- each outstanding during the year.(No. of shares)	240,000	240,000
d) Basic Earning Per Shares (Rs) a/b	0.24	(0.06)
e) Diluted Earning Per Shares (Rs) a/c	0.24	(0.06)

1. The previous year figure has been rearranged/ regrouped wherever neccessary.

of KOTIARI & CO

Chartered Accountants

Registration No. 302034E

DATTA

Partner

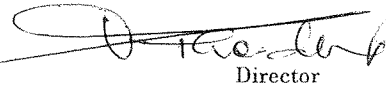
Membership No. 5634

KOLKATA

DATED: 30th May, 2013.



Director



Director

