

<b>BOARD OF DIRECTORS</b>	:	Mr. Rajesh Goenka Mr. Raj Kishore Jalan Mr. Pradip Kumar Tibrewal Mrs. Shakuntala Jalan Mr. Kishan Lal Jalan
<b>AUDITORS</b>	:	M.R. Singhwi & Company
<b>BANKERS</b>	:	Allahabad Bank Axis Bank Ltd. HDFC Bank Ltd.
<b>REGISTERED OFFICE</b>	:	1st Floor 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani) Kolkata - 700029
<b>REGISTRARS &amp; SHARE TRANSFER AGENTS</b>	:	M/s. Niche Technologies Pvt. Ltd. C-444, Bagree Market 71, B.R.B. Basu Road Kolkata - 700001
<b>LISTING OF SHARES</b>	:	1. The Calcutta Stock Exchange Association Ltd. 7, Lyons Range, Kolkata - 700001  2. The Uttar Pradesh Stock Exchange Asso. Ltd. Padam Towers, 14/113, Civil Lines Kanpur - 208001

## NOTICE TO MEMBERS

NOTICE is hereby given that the 30th Annual General Meeting of the Members of UNO METALS LIMITED will be held at the registered office of the Company at 1st Floor, 37A, Southern Avenue, (Renamed as Dr. Meghnad Saha Sarani) Kolkata - 700 029 on Wednesday, 24th September, 2014 at 12.30 Noon to transact the following business:

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Profit & Loss Account for the year ended on that date together with the Report of the Directors and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Rajesh Goenka (DIN : 00157319), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT M.R. Singhvi & Co. Chartered Accountants (Registration No.312121E) be and are hereby appointed as Auditors of the Company, to hold office from the Conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company."

### SPECIAL BUSINESS :

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

"RESOLVED that pursuant to the provisions of sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, read with Schedule IV to the said Act, Mr. Raj Kishore Jalan (DIN : 00221860), Director of the Company who retires by rotation at the Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 24th September 2014 or the date of the 35th Annual General Meeting, whichever is earlier."

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

"RESOLVED that pursuant to the provisions of sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, read with Schedule IV to the said Act, Mr. Pradip Kumar Tibrewal (DIN : 00731245), Director of the Company who retires by rotation at the Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 24th September 2014 or the date of the 35th Annual General Meeting, whichever is earlier."

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

"RESOLVED that pursuant to the provisions of sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, read with Schedule IV to the said Act, Mrs. Shakuntala Jalan (DIN : 00226575), Director of the Company who retires by rotation at the Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 24th September 2014 or the date of the 35th Annual General Meeting, whichever is earlier."

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

"RESOLVED that pursuant to the provisions of sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, read with Schedule IV to the said Act, Mr. Kishan Lal Jalan (DIN : 00769046), Director of the Company who retires by rotation at the Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 24th September 2014 or the date of the 35th Annual General Meeting, whichever is earlier."

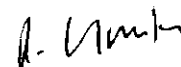
## NOTES :

1. A Member entitled to attend and vote at the Meeting is entitled to appoint one or more Proxy to attend and vote instead of himself on a poll only and such Proxies need not be a Member of the Company. The Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the Meeting. Proxy Form is attached herewith.
2. Members are requested to bring the copy of the Annual Report to the Annual General Meeting. No extra copies of the Annual Report will be supplied at the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 18th September, 2014 to 24th September, 2014 (Both days inclusive).
4. As per the provisions of the Companies Act, 2013, independent Directors are required to be appointed for a term of up to five consecutive years and are not liable to retire by rotation. Accordingly, resolutions proposing appointment of independent directors have been given in this notice. Relevant details of Directors seeking appointment/re-appointment under this notice are provided under Corporate Governance Report forming part of the Annual Report.
5. As per the provision of the companies Act 1956, facilities for making nomination is now available to the Share-holders. Nomination forms can be obtained from the Company. If shares are held in electronic form, such nomination is mandated to their respective Depository Participant.
6. Members are requested to furnish their Bank Account details, change of address etc. to the Company Registrars and Transfer Agents in respect of shares held in physical form and to their respective Depository Participants if the Shares are held in electronic form.
7. The Information Technology Act, 2000 permits service of documents etc. in electronic mode. Keeping this in view the Ministry of Corporate Affairs vide their circular no.17/2011 dated April 21, 2011 clarified that a Company would have complied with Section 53 of the Companies Act, 1956, if the service of document has been made through electronics mode provided the Company has obtained email addresses of its members for sending the notice/ documents through email by giving an advance opportunity to every shareholders to register their email address and changes therein from time to time with the Company.  
  
In view of the above, the Company requests all its shareholders to kindly provide their email addresses along with client ID/ Folio no. and number of shares as reference to the email addresses [unometals100@gmail.com](mailto:unometals100@gmail.com). Members holding shares in electronic mod are requested to ensure to keep their email address updated with the Depository Participants.
8. Pursuant to the requirements on corporate governance under Clause 49 of listing agreements entered into with stock exchanges, the information about the Directors proposed to be appointed/re-appointed is given in the Annexure to the notice.
9. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.

## Registered Office:

1st, Floor, 37A, Southern Avenue  
(Renamed as Dr. Meghnad Saha Sarani)  
Kolkata - 700 029  
Phone : 80175 20040 • Fax : 033 2464 6390  
Email : [unometals100@gmail.com](mailto:unometals100@gmail.com)  
Date • 30th day of May, 2014

By Order of the Board



Rajesh Goenka  
Chairman

**ANNEXURE TO THE NOTICE:**

**Explanatory Statement under section 102(1) of the Companies Act, 2013.**

**Item No. 4 to 7**


The Company appointed Mr. Raj Kishore Jalan, Mr. Pradip Kumar Tibrewal, Mrs. Shakuntala Jalan and Mr. Kishan Lal Jalan who have been discharging the role and functions of Independent Directors in terms of Clause 49 of the Listing Agreement with the Stock Exchanges. The terms of office of the aforesaid Directors was liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of section 149 of the Companies Act, 2013, the Company is required to appoint at least one-third of its total number of Directors as Independent Directors for a fixed term and their office shall not be liable to determination by retirement of Directors by rotation. Accordingly, in compliance of sections 149, 150, and 152 read with Schedule IV and any other applicable provisions of the Act each of Mr. Raj Kishore Jalan, Mr. Pradip Kumar Tibrewal, Mrs. Shakuntala Jalan and Mr. Kishan Lal Jalan, are proposed to be appointed as an Independent Director who shall hold office from the date of this Annual General Meeting upto expiry of five consecutive years or the date of the 35th Annual General Meeting, whichever is earlier. A brief profile of proposed Independent Directors, including nature of their expertise, is provided under Corporate Governance report forming part of the Annual Report. Separate notices have been received from a few Members referring to Section 160 of the Act, proposing each of them respectively for appointment as an Independent Director at the forthcoming Annual General Meeting of the Company.

In the opinion of the board, Mr. Raj Kishore Jalan, Mr. Pradip Kumar Tibrewal, Mrs. Shakuntala Jalan and Mr. Kishan Lal Jalan fulfil the conditions specified in the Companies Act, 2013 and the rules made thereunder for appointment as Independent Directors of the company. The Board considers that the continued association of the aforesaid persons would be of immense benefit to the Company and it is desirable to continue to avail their services as Independent Directors. Accordingly the Board recommends the resolutions set out at item No.4 to 7 of the convening notice for approval of Shareholders of the Company.

None of the Directors or key Managerial Personnel of the Company and their relatives, other than Independent Directors for their respective appointment, are concerned or interested, financially or otherwise, in these Resolutions. The board commends the Ordinary Resolutions as set out at item no. 4 to 7 for approval of the members.

Registered Office:  
1<sup>st</sup>, Floor, 37A, Southern Avenue  
(Renamed as Dr. Meghnad Saha Sarani)  
Kolkata - 700 029  
Phone : 80175 20040 • Fax : 033 2464 6390  
Email : unometals100@gmail.com  
Date • 30th day of May, 2014

By Order of the Board



Rajesh Goenka  
Chairman

**DIRECTORS' REPORT TO THE MEMBERS :**

Your Directors have pleasure in submitting the 30th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2014.

**FINANCIAL HIGHLIGHTS :**

The financial results of the Company are summarised below:

Particulars	Year ended 31st March, 2014 (Rs.in lacs)	Year ended 31st March, 2013 (Rs.in lacs)
Income from Sales/Operations	479.39	904.98
Other Income	1,063.22	765.69
Total Income	1,542.61	1,670.67
Total Expenditure	632.86	648.02
Interest paid	49.26	17.97
Depreciation	11.81	9.58
Profit before Taxation	848.68	995.10
Provision for Taxation		
Current Tax	54.75	141.50
Deferred Tax	(0.77)	(0.79)
Income Tax earlier year	13.25	-
Net Profit	781.45	854.39
Earnings per Share (Rs.)	16.65	18.21

**DIVIDEND :**

Your Directors do not recommend payment of Dividend.

**DIRECTORS :**

Mr. Rajesh Goenka, Director of the Company, retire by rotation and being eligible offer himself for re-appointment.

Mr. Raj Kishore Jalan, Mr. Pradip Kumar Tibrewal, Mrs. Shakuntala Jalan and Mr. Kishan Lal Jalan Directors of the Company, retire by rotation at the Annual General Meeting and are hereby appointed as Independent Directors of the Company for a term upto five consecutive years commencing from 24<sup>th</sup> September, 2014.

**LISTING WITH STOCK EXCHANGES :**

As per the requirement of Clause 49 of the Listing Agreement with Stock Exchanges, the Company hereby declares that the Listing of its Shares at The Calcutta Stock Exchange Association Ltd. as well as The Uttar Pradesh Stock Exchange Association Ltd. continued throughout the year and the Listing Fee due till date stands paid.

**DEMATERIALISATION OF SHARES :**

In order to facilitate dealing in shares in the electronic mode, your Company has entered into an arrangement with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). With this, the members have the option to trade their dematerialised shares in the Company through NSDL or CDSL. Securities and Exchange Board of India (SEBI) has made it mandatory for all investors to trade in the shares of the Company in dematerialised form. The Company's Shares have been allotted ISIN: INE975B01013

**AUDITORS :**

M/s. M.R. Singhwi & Co., Chartered Accountants, Kolkata, Auditors of the Company, retire and being eligible offer themselves for re-appointment.

**PARTICULARS OF EMPLOYEES :**

None of the employees of your Company is covered under Section 217(2A) of the Companies Act 1956 read with the Companies (Particulars of Employees) Rules 1975 as amended from time to time.

## **DIRECTORS' RESPONSIBILITY STATEMENT :**

In compliance to the Provisions of Section 217(2AA) of the Companies Act, 1956, your Directors confirm that :

- In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- The Directors had 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 Company at the end of the financial year and of the profit of the Company for that period.
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act as well as the Companies Act 2013 (to be extent modified and applicable) for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors had prepared the annual accounts on a going concern basis.

## **SECRETARIAL COMPLIANCE REPORT :**

Pursuant to Section 383A(1) of Companies Act, 1956, the Company is statutorily required to obtain Certificate of Compliance from the practicing Company Secretary. The copy of the Compliance Certificate for the Financial Year ended 31<sup>st</sup> March, 2014 as given by M/S. S. R. Associates, Practicing Company Secretary is attached herewith as part of our Report.

## **CORPORATE GOVERNANCE :**

The Corporate Governance form an integral part of this Report and are set out as separate annexures to this Report. The certificate from the Auditors of the company certifying compliance of condition of Corporate Governance stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges is also annexed to Report on Corporate governance.

## **DEPOSITS :**

During the period under review, your Company has not accepted any deposit from the Public.

## **ACKNOWLEDGEMENTS :**

Your Directors acknowledge the co-operation and assistance received from the Shareholders, Banks and various Government Agencies. Your Directors wish to place on record their sincere appreciation for the contribution made by the employees.

For and on behalf of Board of Directors



Rajesh Goenka  
Director

Place : Kolkata

Date : 30th day of May, 2014

## ANNEXURE TO DIRECTORS' REPORT

Information pursuant to the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March, 2014.

### A. CONSERVATION OF ENERGY

Not applicable to our Company.

### B. TECHNOLOGY ABSORPTION

Research & Development : Not applicable to our Company.

#### 1. EXPORTS, FOREIGN EXCHANGE EARNINGS AND OUTGO:

##### 1. EXPORTS ACTIVITIES & EXPORTS PLANS:

The Company's activities are in the field of Investments and as such has no export possibilities.

##### 2. FOREIGN EXCHANGE EARNINGS AND OUTGO (Rs. )

	<u>2013 – 2014</u>	<u>2012-2013</u>
EARNINGS	NIL	NIL
OUTGO	NIL	NIL

**COMPLIANCE CERTIFICATE**

(Under sub-section (1) of Section 383A of the Companies Act, 1956)

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Registration No. of the Company: L27209WB1984PLC038126

Nominal Capital: Rs.4,70,00,000/-

To

The Members

M/s. UNO Metals Limited

37A, Southern Avenue (renamed as Dr. Meghnad Saha Sarani)

Kolkata-700 029

I have examined the registers, records, books and papers of **M/s. UNO Metals Limited** (the Company) as required to be maintained under the Companies Act, 1956 and Companies Act, 2013 (to the extent applicable) including any statutory modification or re-enactment thereof, for the time being in force (collectively, the "Act") and the Rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended 31st March, 2014 (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies within the time prescribed under the Act and the rules made thereunder.
3. The Company, being a Public Limited Company, comments are not required.
4. The Board of Directors duly met Eight times respectively on 7<sup>th</sup> April 2013, 30<sup>th</sup> May 2013, 13<sup>th</sup> August 2013, 12<sup>th</sup> November 2013, 20<sup>th</sup> November 2013, 30<sup>th</sup> January, 2014, 13<sup>th</sup> February 2014 and 28<sup>th</sup> March 2014 in respect of which Meetings proper notices were given and the proceedings were properly recorded and signed.
5. The Company has closed its Register of Members and share transfer Books from 24<sup>th</sup> September 2013 to 28<sup>th</sup> September 2013 during the period under review.
6. The Annual General Meeting for the financial year ended on 31st March 2013 was held on 28<sup>th</sup> September 2013 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under Section 295 of the Companies Act, 1956 and Section 185 of the Companies Act, 2013.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.

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10. The Company has made necessary entries wherever required in the register maintained under section 301 of the Act.
11. The Company has obtained necessary approvals from the Board of Directors/ Members pursuant to section 314 of the Act wherever applicable
12. The Company has not issued any duplicate certificates during the financial year.
13. The Company has:
  - a. delivered all the certificates on transfer/transmission of securities during the financial year.
  - b. not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
  - c. not required to post warrants to any member of the Company as no dividend was declared during the financial Year .
  - d. not transferred any amount to Investor Education and Protection Fund during the financial Year as there was no such unclaimed or unpaid amount lying with the Company.
  - e. duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The Company has not appointed Managing Director/Wholetime Director during the Financial Year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any Shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited /accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The Company has not made any borrowings during the financial year ending 31st March, 2014 except Overdraft facility secured against Fixed Deposit.



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25. The Company being an NBFC Company the provisions of Section 372 A of the Companies Act, 1956 is not applicable under sub section 8 of the said section.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. We have been given to understand by the management that there was no prosecution initiated against or show cause notices received by the Company during the Financial Year ended 31st March 2014 for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted employee's and employer's contribution towards Provident Fund during the financial year.

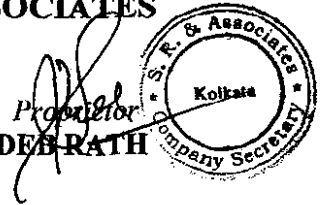
Place: Kolkata

Signature :

**For S.R. & ASSOCIATES**

Date : 30<sup>th</sup> day of May 2014

Name of the Company Secretary : **SAHADEB RATH**  
C.P. No. : **3452**



Registers as maintained by the Company :

**Statutory Registers :**

- |  |               |
|--|---------------|
| 1. Register of Members & Index of Members                            | u/s 150 & 151 |
| 2. Register of Directors, Managing Directors                         | u/s 303       |
| 3. Director's Minute Book  | u/s 193       |
| 4. Shareholder's Minutes Book  | u/s 193       |
| 5. Register of Directors Shareholdings                               | u/s 307       |
| 6. Register of Companies and Firms in which Directors are interested | u/s 301(3)    |
| 7. Register of Transfer  | u/s 108       |
| 8. Books of Accounts   | U/s 209       |

**Other Registers :**

1. Application & Allotment Register

ANNEXURE- B

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31st March 2014.

Sl. No.	Form No./ Return	Filed U/S	For	Date of Filing	Whether filed within Prescribed time	If delay in filing whether requisite additional fee paid
1	Form 62	58A	Statement in Lieu of Advertisement	28.10.2013	YES	N.A
2	Form 66 Compliance Certificate	383A	Year ended 31.03.2013	28.10.2013	YES	N.A
3	Form 23AC & 23ACA Balance Sheet & PL Account	220	Year ended 31.03.2013	28.10.2013	YES	N.A
4	Form-23	192	Registration of Resolutions	28.10.2013	YES	N.A
5	Form 20B Annual Return	159	upto AGM held on 28.09.2013	27.11.2013	YES	N.A

Signature to Annexure – "A" & "B"



## CORPORATE GOVERNANCE REPORT

### 1. Company's Philosophy on Code of Governance:

Uno Metals Limited has over the years endeavored to follow practice of Corporate Governance. In addition to compliance with regulatory requirements, Uno Metals Limited endeavors to ensure that standards of ethical and responsible conduct are met throughout the organisation. We believe that Corporate Governance is dependent on transparency, maximum disclosures, unbiased monitoring and being fair to all including shareholders, especially minority shareholders.

### 2. Board of Directors

As per the requirements of Corporate Governance the composition of Board of Directors is required to have combination of Non-executive and Independent Directors.

The Board of Directors of the Company include eminent personalities from all walks of life.

#### Composition of Board of Directors:

The present strength of the Board is five Directors. The Board comprises of five Non Executive Directors. of these five Non Executive directors, four are Independent Directors.

Name of Director	Executive/ Non Executive/ Independent / Non Independent	No. of outside Directorship	No. of Membership/Chairmanship in other Board Committees
Mr.Rajesh Goenka	Non-Executive / Non-Independent	3	Member -2 & Chairman -1
Mr.Raj Kishore Jalan	Non-Executive / Independent	2	-
Mr.Pradip Kumar Tibrewal	Non-Executive / Independent	0	-
Mrs.Shakuntala Jalan	Non-Executive / Independent	0	-
Mr.Kishan Lal Jalan	Non-Executive / Independent	0	-

#### Attendance record of Directors:

Name of Director	No. of Board Meetings Held	Attended	Attended last AGM
Mr.Rajesh Goenka	7	7	Yes
Mr.Raj Kishore Jalan	7	7	Yes
Mr.Pradip Kumar Tibrewal	7	6	Yes
Mrs.Shakuntala Jalan	7	6	Yes
Mr.Kishan Lal Jalan	7	7	Yes

The Chairman of the Board is a Non-Executive Director and the number of Independent Directors on the Board meet the requirement of Corporate Governance.

#### No. of Board Meetings Held 2013-2014 :

Total eight Meetings were held during the year 2013-2014, the dates on which the said Meetings were held are as follows:-

7th April, 2013	13th August, 2013	20th November, 2013 & 30th January, 2014
30th May, 2013	12th November, 2013	13th February, 2014 & 28th March, 2014

**Details of Directors being appointed/re-appointed (Brief Resume)**

Name of Director	Mr. Rajesh Goenka	Mr. Raj Kishore Jalan	Mr. Pradip Kumar Tibrewal	Mrs. Shakuntala Jalan	Mr. Kishan Lal Jalan
Date of Birth	18.05.1963	13.12.1951	08.08.1958	15.09.1951	08.03.1939
Qualification	B.Com	B.Com.	B.Com.	Matriculate	Under-Matriculate
Experience	29 years in Finance & Corporate Management	27 years in Corporate Management	16 years in Corporate Management	14 years in Corporate Management	Over 39 years in Business & Trading
List of other Companies in which Directorship held as on 31.03.2014	1. Ganpati Dealcom Pvt.Ltd. 2. Goenka Securities Pvt.Ltd. 3. N.G. Industries Ltd.	1. Smart Stocks Pvt. Ltd. 2. Manisha Exim Pvt.Ltd.	None	None	None
Chairman/Member of the Committees of the Board of Directors of other Companies in which he is a Director as on 31.03.2014	Chairman – 1 Member – 2	None	None	None	None
Shareholding in Company	418,580	9,700	29,000	NIL	10,000

**3.Code of Conduct**

The Company has adopted a code of conduct for the Board of Directors and Senior Management of the Company and all of them have affirmed compliance of the same.

**4.Audit Committee**

The Company has constituted an Audit Committee comprising of Mr. Pradip Kumar Tibrewal, non-executive and independent Director, Mrs. Shakuntala Jalan, non-executive and independent Director and Mr. Raj Kishore Jalan, a non-executive and independent Director, Mr. Raj Kishore Jalan being the Chairman of the Committee.

Out of the above, Mr. Raj Kishore Jalan and Mr. Pradip Kumar Tibrewal are highly experienced in accounting and financial aspects as well as Corporate laws.

**Brief terms of references of the Audit Committee**

The role and terms of reference of the Audit Committee covers the areas mentioned under Clause 49 of the Listing Agreement and Section 202A of the Companies Act, 1956 besides other terms as may be referred to by the Board of Directors. These include oversight of Company's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible; reviewing annual and quarterly financial statements with management before submission to the Board; reviewing the adequacy of internal control systems with management, external and internal auditors and reviewing the Company's financial risk and management policies.

**Audit Committee Meeting and attendance during the year**

During 2013 – 2014 The Audit Committee Meetings were held on 30.05.2013, 13.08.2013, 12.11.2013 & 13.02.2014.

Name of Director	No. of Meetings attended	Remarks
Mr. Pradip Kumar Tibrewal	4	--
Mrs. Shakuntala Jalan	4	--
Mr. Raj Kishore Jalan	4	--

## **UNO METALS LIMITED**

### **5. Subsidiary Companies**

The Company has no Subsidiary.

### **6. Disclosure of issue proceeds**

The Company did not make any Public, Rights or Preferential Issue of Securities during 2013-2014.

### **7. Risk Management Committee**

The Company has constituted an Risk Management Committee of Mr.Kishan Lal Jalan, non-executive and independent Director, Mr.Raj Kishore Jalan, non-executive and independent Director and Mr.Pradip Kumar Tibrewal, a non-executive and independent Director, Mr.Kishan Lal Jalan being the Chairman of the Committee.

#### **Brief terms of references of the Risk Management Committee**

Company's internal control systems are well commensurate with the nature of its business and the size and complexity of its operations. Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.

Your Company has an elaborate process for Risk Management. This rests on the three pillars of Business Risk Assessment, Operational Controls Assessment and Policy Compliance at all levels through a 'positive assurance process' Major risks identified are systematically addressed through mitigating actions on a continuing basis. Some of the risks relate to economic volatility, slower market growth etc.

#### **Risk Management Committee Meeting during the year**

During 2013 - 2014 The Risk Management Committee Meetings were held on 30.05.2013, 13.08.2013, 12.11.2013 & 13.02.2014.

### **8. Nomination Committee**

The Company has constituted an Nomination Committee of Mr.Raj Kishore Jalan, non-executive and independent Director, Mr.Kishan Lal Jalan, non-executive and independent Director and Mr.Pradip Kumar Tibrewal, a non-executive and independent Director, Mr.Raj Kishore Jalan being the Chairman of the Committee.

#### **Nomination Committee Meeting during the year**

During 2013 - 2014 The Nomination Committee Meetings were held on 28.03.2014.

### **9. Assets Liability Management Committee**

The Company has constituted an Assets Liability Management Committee comprising of Mrs.Shakuntala Jalan, non-executive and independent Director, Mr.Kishan Lal Jalan, non-executive and independent Director and Mr.Pradip Kumar Tibrewal, a non-executive and independent Director, Mr.Pradip Kumar Tibrewal being the Chairman of the Committee.

#### **Assets Liability Management Committee Meeting during the year**

During 2013 - 2014 The Assets Liability Management Committee Meetings were held on 30.05.2013, 13.08.2013, 12.11.2013 & 28.03.2014.

Grievances Committee.

- \* Mr. Raj Kishore Jalan, Non-executive and Compliance Officer.
- \* Mr. Kishan Lal Jalan, Non-executive and Independent
- \* Mr. Pradip Kumar Tibrewal, Non-executive and Independent

The Company has a Committee to look into issues relating to Shareholders and focus primarily on Share Transfers, redressal of Shareholders and investor complaints and matters relating thereto. Mr. Pradip Kumar Tibrewal, is the Chairman of the Committee.

The Meeting of this Committee is held fortnightly and sometimes once in a month.

The Shares are under compulsory demat and the physical Share transfer receipts are very less in number therefore the Meetings are held depending upon the Shares received for transfer.

The Minutes of each Shareholders' Committee Meeting are placed at the Board Meeting held immediately after the Committee Meeting.

A total of Nil complaints were received during the year under review, out of which none were pending as on 31st March, 2014, all of which were settled to the satisfaction of Shareholders.

No Shares were pending for registration for transfer as on 31st March, 2014.

#### 11. Remuneration to Directors

The Company does not have executive directors on its Board. The Company has not constituted Remuneration Committee.

#### 12. Board Meetings and Procedures

The Board of Directors met for eight times during the year as mentioned in the beginning. The Agenda papers were sent to all the Directors well in advance for each Meeting and the management presented before the Board all statutory and other important items as recommended by the SEBI Committee including operational plans and budgets, matters relating to work force and details of foreign exchange exposures and exchange rate movement.

#### 13. Details of General Meetings

##### Location and time for last three Annual General Meetings held:

Year	Location	Date	Time
2010-2011	Community Hall, Jay Jayanti Building 2A, Mandeville Gardens, Kolkata-700 019	24.09.2011	12.00 Noon
2011-2012	Community Hall, Jay Jayanti Building 2A, Mandeville Gardens, Kolkata-700 019	29.09.2012	12.00 Noon
2012-2013	Community Hall, Jay Jayanti Building 2A, Mandeville Gardens, Kolkata-700 019	28.09.2013	12.00 Noon

All the Resolutions including the Special Resolutions set out in the respective notices were passed by the Shareholders. No postal ballots were used for voting at these Meetings. At the forthcoming AGM, there is no item on the agenda that needs approval by postal ballot.

There was no Extra-Ordinary General Meeting held in the three years and no resolution was put through postal ballot.

### 10.Shareholders/Investors grievances Committee

The following Directors are members of the Shareholders/Investors grievances Committee.

- \* Mr. Raj Kishore Jalan, Non-executive and Compliance Officer.
- \* Mr. Kishan Lal Jalan, Non-executive and Independent
- \* Mr. Pradip Kumar Tihrewal, Non-executive and Independent

The Company has a Committee to look into issues relating to Shareholders and focus primarily on Share Transfers, redressal of Shareholders and investor complaints and matters relating thereto. Mr.Pradip Kumar Tibrewal, is the Chairman of the Committee.

The Meeting of this Committee is held fortnightly and sometimes once in a month.

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All the Resolutions including the Special Resolutions set out in the respective notices were passed by the Shareholders. No postal ballots were used for voting at these Meetings. At the forthcoming AGM, there is no item on the agenda that needs approval by postal ballot.

There was no Extra-Ordinary General Meeting held in the three years and no resolution was put through postal ballot.



#### 14. Certificate from Chief Financial Officer

Certificate from Mr. Gopal Krishana Jalan, Chief Financial Officer, in terms of Clause 49 (V) of the Listing Agreement with the Stock Exchange for the financial year ended March 31, 2014 was placed before the Board of Directors of the Company in its meeting held on May 30, 2014.

#### 15. Disclosures

- a) The Company had no materially significant related party transactions, which was considered to have conflict with the interest of the Company at large.
- b) There has not been any non-compliance, penalties or strictures imposed on the Company by the Stock Exchange, SEBI or any other statutory authority, on any matter relating to the capital markets, during the last three years.
- c) The Company has complied with all the applicable mandatory and non-mandatory requirements of the revised Clause 49 of the Listing Agreement.

#### 16. Means of Communication

##### a) Results published in the Newspapers:

Quarterly Results                      Quarterly Results were published in The Financial Express and Lottery Sambad and also informed to all the Stock Exchanges where the Shares are listed through fax/speed post.

Half Yearly Results                      Half Yearly Results were published in The Financial Express and Lottery Sambad and also informed to all the Stock Exchanges where the Shares are listed through fax/speed post.

b) Official News release              Not Issued

c) Presentation to  
Institutional Investors              Not Issued

d) Management Discussion Analysis Report forms part of the Annual Report.

The Management Discussion and Analysis has been covered in the Directors' Report – More specifically under the sections of financial Results and operations.

#### 17. General Shareholders's Information:

##### a) Annual General Meeting

Date and Time                      : 24th September, 2014 at 12.00 Noon  
Venue                                      : Community Hall, Jay Jayanti Building, 2A, Mandeville Gardens, Kolkata - 700 019

b) Date of Book Closure              : Thursday, 18th September, 2014 to Wednesday, 24th September, 2014 (both days inclusive)

c) Dividend payment Date              : No dividend was declared for the year 2013-2014

d) Listing at Stock Exchanges : The Company's Equity Shares are listed at the following Stock Exchanges:

1. The Calcutta Stock Exchange Association Ltd.
2. The Uttar Pradesh Stock Exchange Association Ltd.

Listing Fee for the year 2013-2014 has been paid to the Stock Exchange(s) within the stipulated time.

e) Stock Code Physical : 1. The Calcutta Stock Exchange Association Ltd. Code - 10031188  
2. The Uttar Pradesh Stock Exchange Association Ltd. Code - 7906

Demat ISIN Number for  
NSDL & CDSL : INF975B01013

f) Registrar and Share  
Transfer Agent : M/s. Niche Technologies Pvt.Ltd.  
C-444, Bagree Market, 71, B.R.B.Basu Road, Kolkata – 700 001  
Phone: 033 2235 7270/7271

g) Stock Market Data

The month wise High & Low quotations of the Shares Traded during April, 2013 to March, 2014 at CSE and UPSE.

Month	The Calcutta Stock Exchange Association Limited (CSE)			The Uttar Pradesh Stock Exchange Association Ltd. (UPSE)		
	Month's High Price	Month's Low Price	Volume	Month's High Price	Month's Low Price	Volume
April, 2013	-	-	-	-	-	-
May, 2013	-	-	-	-	-	-
June, 2013	-	-	-	-	-	-
July, 2013	-	-	-	-	-	-
August, 2013	-	-	-	-	-	-
September, 2013	-	-	-	-	-	-
October, 2013	-	-	-	-	-	-
November, 2013	-	-	-	-	-	-
December, 2013	-	-	-	-	-	-
January, 2014	-	-	-	-	-	-
February, 2014	-	-	-	-	-	-
March, 2014	-	-	-	-	-	-
Total			-			-

h) Share Transfer System

Share transfers would be registered and returned within a period of 30 days from the date of receipt, if the documents are in order in all respects. The Share Transfer Committee meets fortnightly and some times once in a month depending upon the number of transfers received.

i) a) Shareholding pattern as on 31st March, 2014

SL No.	Category	No of Shares (Issued Equity)	Percentage
1	Promoters	2988245	63.69
2	Indian Financial Institutions, Bank, Mutual Funds	--	--
3	Foreign Institutions Investors/ NRIs	--	--
4	Others	1703900	36.31
	Total	4692145	100.00

**b) Distribution of Shareholding as on 31st March, 2014**

Shareholding of nominal Value of Rs.	Shareholders Folios		No. of Shares	
	No. of Shareholders	% to Total	No. of Equity Shares	% to Total
Upto - 5000	261	68.50	66000	1.41
5010 - 10000	75	19.69	52000	1.11
10010 - 50000	6	1.58	21000	0.45
50010 - 100000	7	1.84	67800	1.44
100010 - 500000	13	3.41	352600	7.51
500010 - 1000000	5	1.31	380440	8.11
1000010 and above	14	3.67	3752305	79.97
Total	381	100.00	4692145	100.00

**j) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, Conversion date and likely impact on equity :** The Company has not issued any of these instruments so far.

**k) Dematerialisation of Shares**

The Company has an Agreement with Central Depository Services (India) Ltd. (CDSL) and National Securities Depository Ltd. (NSDL) so that Shareholders of the Company could avail the benefits of the multi depository systems. Upto 31st March, 2014 32,28,145 Shares representing 68.80% of the total Share capital are already under demat which has resulted in reducing the physical delivery related problems to a large extent.

**l) Financial Calendar (Tentative and subject to change) for the year 2014-2015**

Financial reporting for the first quarter ending, 30th June, 2014	Week before 15 <sup>th</sup> August, 2014
Financial reporting for the second quarter ending, 30th September, 2014	Week before 15 <sup>th</sup> November, 2014
Financial reporting for the third quarter ending, 31st December, 2014	Week before 15 <sup>th</sup> February, 2015
Financial reporting for the year ending 31st March, 2015	Last week of May, 2015
Annual General Meeting for the year ending 31st March, 2015	Last week of September, 2015

**m) Investors correspondence may be addressed to**

M/s. Niche Technologies Pvt. Ltd. C-444, Bagree Market, 71, B.R.B. Basu Road, Kolkata – 700001, Tel: 2235 7271

Or

Director, Uno Metals Ltd.

1st Floor, 37A, Southern Avenue (Renamed as Dr. Meghnad Saha Sarani, Kolkata – 700029, Tel: 8017520040

Fax : 033 2464 6390 email : unometals100@gmail.com

Shareholders holding Shares in electronic mode should address all their change of registered address to their respective Depository Participants.

**n) Declaration by the Chairman on the Code of Conduct**

Pursuant to clause 49 of the Listing Agreement with Stock Exchanges, I, Rajesh Goenka, Chairman of Uno Metals Limited, declare that all the Board Members and senior Executives of the Company have affirmed their compliance with the Code of Conduct of the Company during the financial year 2013-2014

Kolkata  
30th day of May, 2014

*R. Goenka*  
Rajesh Goenka  
Chairman

Chairman Certification

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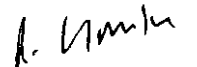
**The Board of Directors  
Uno Metals Limited  
Kolkata**

**Re : Financial Statements for the Financial Year 2013-2014 Certification by Chairman**

I, Rajesh Goenka, Chairman of UNO METALS LIMITED, on the basis of the review of the financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2014 and to the best of our knowledge and belief, hereby certify that:-

1. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year ended 31<sup>st</sup> March, 2014 which are fraudulent, illegal or violative of the company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies in the design or operation of such internal controls of which we are aware and the steps we have taken or propose to take rectify these deficiencies.
5. We have indicated to the Auditors & the Audit Committee:
  - a) there have been no significant changes in internal control over financial reporting during this period.
  - b) there have been no significant changes in accounting policies during this period.
  - c) there have no instances of significant fraud of which we have become aware and the involvements therein of management or an employee having significant role in the company's internal control systems over financial reporting.

Place : Kolkata  
Date : 30th Day of May, 2014

  
Rajesh Goenka  
Chairman

**AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENTS.**

To  
The Members of  
**UNO METALS LIMITED**

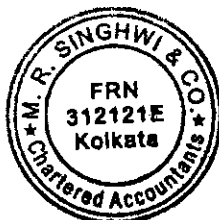
We have examined the compliance of the conditions of Corporate Governance by UNO Metals Limited during the year ended 31<sup>st</sup> March, 2014 as stipulated in clause 49 of the listing agreement of the said Company with stock Exchange in India.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing Agreement.

We state that in respect of investor grievances received during the year ended 31<sup>st</sup> March, 2014 no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the shareholders/Investors Grievance Committee.

We further state that such compliance is neither an assurance as to the viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company



Place: Kolkata  
Date: 30<sup>th</sup> May 2014

For M R SINGHWI & CO  
Chartered Accountants  
ICAI Firm Registration No.: 312121E

*W. B. K. Poddar*

**CA. B K PODDAR**  
Partner  
Membership No. 054613

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**INDEPENDENT AUDITORS' REPORT**

**TO THE BOARD OF DIRECTORS OF UNO METALS LIMITED**

Ref : Auditor Report under NBFC report (RBI) Directions, 2008 on the Accounts for the year ended 31<sup>st</sup> March, 2014.

We have examined the accounts of your Company for the period ended 31<sup>st</sup> March, 2014. As required under par 3 of the non-banking Financial Companies Auditors Report (RBI) Directions, 2008 We state as under:

1. The Company is engaged in the business of Non-Banking Financial Institution and it has obtained certificate of Registration vide No.05.03101 from Reserve Bank of India. The Company is also entitled to such COR in terms of assets/income pattern as on 31<sup>st</sup> March, 2014.
2. The Board of Directors of the Company has passed the resolution for non-acceptance of any public deposit.
3. The Company has not accepted any public deposit as on date since the date of its incorporation.
4. The Company has complied with the prudential norms relating to income recognition, accounting standards assets classification and provisioning for bad and doubtful debts as applicable to it.
5. The capital adequacy ratio as disclosed in the return submitted to the Bank in Form NBS-7 has been correctly arrived at and such ratio is in compliance with Minimum CRAR prescribed by the Reserve Bank of India.
6. The Company has furnished to the R.B.I. the annual statement of capital fund, risk assets, exposures and risk assets ratio (NBS-7) within the stipulated period.



Place: Kolkata  
Date: 30<sup>th</sup> May 2014

For **M R SINGHWI & CO**  
Chartered Accountants  
ICAI Firm Registration No.: 312121E

*B K Poddar*  
**CA. B K PODDAR**  
Partner  
Membership No. 054613

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**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF UNO METALS LIMITED**

**Report on Financial Statements**

1. We have audited the accompanying Financial Statements of UNO METALS LIMITED which comprise the Balance Sheet as at 31<sup>st</sup> March, 2014, Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements:**

2. The Company's Management is responsible for the preparation of these Financial Statements that give true and fair view of the financial position and financial performance of the Branch in accordance with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error

**Auditor's Responsibility**

3. 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.

4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion.

**Opinion**

6. In our opinion and to the best of our information and according to the explanation given to us, the financial information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- (a) In the case of the Balance Sheet, of the state of affairs of the Branch as at March 31, 2014 and
- (b) in the case of Profit and Loss Account, of the Profit/Loss for the year ended on that date;
- (c) in the Cash Flow Statement, of the cash flow for the year ended on that date.



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**Report on Other Legal and Regulatory Requirements**

7. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraph 4 and 5 of the Order;

8. As required under provision of section 227(3) of the Companies Act, 1956, 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 the audit and have found them to be satisfactory.

9. We further report that:

(a) the Balance Sheet, Statement of Profit and Loss dealt with by this report are in agreement with the books of account;

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

(c) in our opinion, the Balance Sheet, Statement of Profit and Loss comply with the accounting standards referred to in sub-section (3C) of section 211 of the Act;

(d) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

(e) In our opinion, the Balance Sheet, the Statement of Profit and Loss and Cash Flow comply with the Accounting Standards notified under the Act (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs).



Place: Kolkata  
Date: 30<sup>th</sup> May 2014

For M R SINGHWI & CO  
Chartered Accountants  
ICAI Firm Registration No.: 312121E

*Signature*

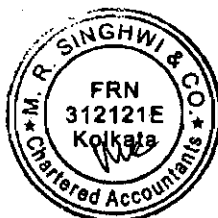
CA. B K PODDAR  
Partner  
Membership No. 054613



**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 3 of the Auditors' Report of even date to the members of **UNO METALS LIMITED** on the financial statements for the year ended March 31, 2014.

1. a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.  
  
b) The fixed assets have been physically verified by the management during the year, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As informed, no material discrepancies were noticed on such verification.  
  
c) Since there is no disposal of substantial part of fixed assets during the year, paragraph 4(i) (c) of the Companies (Auditor's Report) Order, 2003 is not applicable.
2. a) Since the company does not have any inventories, the clauses 4(ii)(a) to 4(ii)(c) of the Companies (Auditor's Report) Order, 2003 are not applicable.
3. a) The company has not granted any loan, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the companies' Act, 1956. As The company has not granted any loans, secured or unsecured, from parties listed in the register maintained under section 301 of the companies' Act, 1956, paragraphs (iii)(e), (f) and (g) of the order, are not applicable  
b) In our opinion, the rate of interest and other terms and conditions of such loans are not, prima facie, prejudicial to the interest of the company.  
  
b) The company has not taken any loan, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the companies' Act, 1956. As The company has not taken any loans, secured or unsecured, from parties listed in the register maintained under section 301 of the companies' Act, 1956, paragraphs (iii)(e), (f) and (g) of the order, are not applicable.
4. In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of shares and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
5. a) In our opinion and according to the information and explanations given to us, the company has not entered into any transactions that need to be entered into the register in maintained pursuance of Section 301 of Act,  
  
b) In our opinion and according to the information and explanations given to us, the transaction made in pursuance of contracts or arrangements entered in the registered maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market pieces at the relevant time.
6. The company has not accepted any deposits from the public within the meaning of Section 58A and 58AA or any other relevant provisions of the Act and the rules framed there under.
7. *In our opinion, the company did not have any formal internal audit system during the year under review, but their internal control procedure involves reasonable internal check in respect of the operations.*
8. The provisions of the Companies Act for maintenance of cost records under Section 209(1) (d) are not applicable to the company.
9. a) According to the information and explanations given to us and the books and records examined by us, the company is regular in depositing with the appropriate authorities the undisputed statutory dues relating to investor education and protection fund, income tax, wealth tax, customs duty, excise duty, cess providend Fund, employees state insurance and service tax and other material statutory dues as applicable to it.



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Further, since the Central Government has till date not prescribed the amount of cess payable under section 441A of the Companies Act, 1956, we are not in position to comment upon the regularity or otherwise of the Company in depositing the same.

b) According to the information and explanations given to us and the books and records examined by us, there are no undisputed amount payable, in respect of provident Fund, employees state insurance, investor education and protection fund, income tax, wealth tax, service tax, custom duty, excise duty, cess outstanding as at 31<sup>st</sup> March, 2014 for a period exceeding 6 months from the date they become payable.

10. In our opinion the Company has no accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and it had not incurred cash losses during immediately preceding financial year.
11. As the company has not borrowed from any financial institution or bank or through debentures, the provisions of clause 4 (xi) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
12. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of special nature applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the Company.
14. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and the other investment Accordingly, the provisions of clause 4(xiv) are not applicable to the company
15. In our opinion, and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
16. In our opinion and according to the information and explanation given to us, the Company has not taken any term loan during the year
17. On the basis of an overall examination of the balance sheet of the company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short-term basis, which have been used for long-term investments.
18. The Company has not made any preferential allotment of shares to the parties and Companies covered in the register maintained under section 301 of the Act during the year.
19. The Company has not issued any Debenture.
20. The Company has not raised any money by way of public issue during the year.
21. According to the information and explanations given by the management to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.



Place: Kolkata  
Date: 30<sup>th</sup> May 2014

For **M R SINGHWI & CO**  
Chartered Accountants  
ICAI Firm Registration No.: 312121E

*Wibhu*

**CA. B K PODDAR**  
Partner  
Membership No. 054613

**UNO METALS LIMITED**  
Balance Sheet as at 31st March, 2014

( Amount in Rs)

Particulars		As at 31st March, 2014	As at 31st March, 2013
1	2	3	4
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
(a) <u>Share Capital</u>	2	46,921,450	46,921,450
(b) <u>Reserves and Surplus</u>	3	1,682,244,296	1,604,099,181
<b>2 Non-current Liabilities</b>			
(a) <u>Long-Term Provisions</u>	4	-	27,092
<b>3 Current Liabilities</b>			
(a) <u>Short-Term Borrowings</u>	5	54,583,134	45,135,654
(b) <u>Other Current Liabilities</u>	6	63,961	61,179
(c) <u>Short-Term Provisions</u>	7	-	1,690,509
<b>TOTAL</b>		<b>1,783,812,841</b>	<b>1,697,935,065</b>
<b>II. ASSETS</b>			
<b>Non-Current Assets</b>			
<b>1 (a) <u>Fixed Assets</u></b>			
Tangible Assets	8	5,750,383	5,343,382
(b) <u>Non Current Investments</u>	9	1,430,773,326	1,160,395,786
(c) <u>Deferred Tax Assets (Net)</u>	10	219,119	141,926
<b>2 Current Assets</b>			
(a) <u>Cash and Bank Balances</u>	11	342,986,362	531,953,971
(b) <u>Short-Term Loans and Advances</u>	12	4,083,651	100,000
<b>TOTAL</b>		<b>1,783,812,841</b>	<b>1,697,935,065</b>

Significant Accounting Policies  
Notes on Financial Statements  
As per our report of even date

1  
2 to 27

**For M.R.SINGHWI & CO.**  
Chartered Accountants  
Firm Registration No. 312121E

**CA B K PODDAR**  
Partner  
Membership No. 054613



Place : Kolkata  
Date : 30th day of May, 2014

**For and on behalf of Board of Directors**

*R. Goenka*  
Rajesh Goenka  
Director

*R. Kishore Jalan*  
Raj Kishore Jalan  
Director

*Pradip Tibrewal*  
Pradip Kumar Tibrewal  
Director

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**UNO METALS LIMITED**  
**Profit and Loss Statement for the year ended 31st March, 2014**

( Amount in Rs)

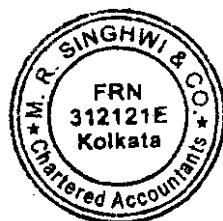
Particulars	Note No	For the Year ended 31st March, 2014	For the Year ended 31st March, 2013
I. <u>Revenue from Operations</u>	13	47,938,952	90,498,131
II. <u>Other Income</u>	14	106,321,509	76,568,398
III. <b>Total Revenue (I + II)</b>		154,260,461	167,066,529
IV. Expenses:			
Employee Benefits Expense	15	5,831,970	4,071,509
Finance Costs	16	4,926,080	1,797,115
Depreciation and Amortization Expense	17	1,181,392	957,770
Other Expenses	18	57,453,197	60,730,369
<b>Total Expenses</b>		69,392,639	67,556,763
V <b>Profit Before Tax</b>		84,867,822	99,509,766
VI Tax Expense:			
(1) Current Tax		5,475,000	14,150,000
(2) Deferred Tax		(77,193)	(79,007)
(3) Income Tax adjustment for earlier year		1,324,900	(87)
VII <b>Profit (Loss) for the period (V - VI)</b>		78,145,115	85,438,860
VIII Earnings per equity share:			
(1) Basic and Diluted	19	16.65	18.21

Significant Accounting Policies  
Notes on Financial Statements  
As per our report of even date

1  
2 to 27

**For M.R.SINGHWI & CO.**  
Chartered Accountants  
Firm Registration No. 312121E

**CA B K PODDAR**  
Partner  
Membership No. 054613



Place : Kolkata  
Date : 30th day of May, 2014

**For and on behalf of Board of Directors**

*R. L. Goenka*  
Rajesh Goenka  
Director

*Raj Kishore Jalan*  
Raj Kishore Jalan  
Director

*Pradip Kumar Tibrewal*  
Pradip Kumar Tibrewal  
Director

**UNO METALS LIMITED**  
**Cash flow statement for the year ended 31st March, 2014**

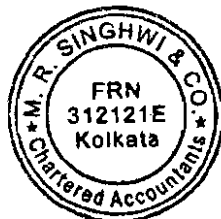
(Amount in Rs)

Particulars	For the Year ended 31st March, 2014	For the Year ended 31st March, 2013
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit Before Tax	84,867,822	99,509,766
Adjustment for :		
Depreciation	1,181,392	957,770
Dividend Income	(63,995,720)	(28,971,775)
Interest Received	(42,325,789)	(47,596,623)
Profit on Sale of Investments	9,659	3,106,522
Operating Profit Before working capital changes	(20,262,636)	27,005,660
Adjustment for :		
Loans & Advances	(30,000)	(100,000)
Current Liabilities	2,782	2,358
	(27,218)	(97,642)
Cash Generated from operation	(20,289,854)	26,908,018
Direct tax paid	(12,471,152)	(12,314,752)
Net cash flow from operating activities	(32,761,006)	14,593,266
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Dividend Income	63,995,720	28,971,775
Interest Received	42,325,789	47,596,623
Purchase of Fixed Assets	(1,588,393)	(2,048,780)
Purchase of Investments	(810,601,371)	(361,956,472)
Sale of Investments	540,214,172	294,546,374
Net cash flow from Investing Activities	(165,654,083)	7,109,520
<b>C. CASH FLOW FROM FINANCIAL ACTIVITIES</b>		
Secured loans	9,447,480	21,635,152
Net cash flow from Financial activities	9,447,480	21,635,152
Net increase in cash & Cash equivalents (A+B+C)	(188,967,609)	43,337,938
Cash & Cash equivalents as at 1.4.2013/1.4.2012	531,953,971	488,616,033
Cash & Cash equivalents as at 31.3.2014/31.3.2013	342,986,362	531,953,971

As per our report of even date

For **M.R.SINGHWI & CO.**  
Chartered Accountants  
Firm Registration No. 312121E

**CA B K PODDAR**  
Partner  
Membership No. 054613



For and on behalf of Board of Directors

*R. Goenka*  
Rajesh Goenka  
Director

*Raj Kishore Jalan*  
Raj Kishore Jalan  
Director

*Pradip Tibrewal*  
Pradip Kumar Tibrewal  
Director

Place : Kolkata  
Date : 30th day of May, 2014

Particulars

**1 Significant Accounting Policies**

**A Basis of accounting and preparation of financial statements**

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by the Companies Accounting Standards Rules, 2006 and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis except in case of assets for which provision for impairment is made and revaluation is carried out.

**B Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**C Fixed assets**

Fixed assets are stated at cost of acquisition inclusive of duties, taxes, incidental expenses, erection / commissioning expenses and borrowing costs etc. up to the date the assets are ready for their intended use.

Machinery spares which can be used only in connection with an item of fixed assets and whose use as per technical assessment is expected to be irregular, are capitalised and depreciated over the residual life of the respective assets.

Fixed Assets retired from active use are valued at net realisable value.

**D Depreciation**

Depreciation on Fixed Assets is provided on written down value method at the rates prescribed in Schedule XIV of the Companies Act, 1956 or at rates determined based on the useful life of the assets, whichever is higher.

In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

Assets created but not owned by the Company are amortised over a period of five periods.

**E Impairment of assets**

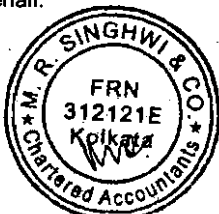
The carrying amount of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external / internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their 'value in use'. The estimated future cash flows are discounted to their present value at appropriate rate arrived at after considering the prevailing interest rates and weighted average cost of capital.

**F Investments**

Investments are valued at cost of acquisition, less provision for diminution as necessary.

Investments other than current investments, made by the Company are intended to be held for long- term, hence diminutions in value of quoted Investments are generally not considered to be of a permanent nature. Current investments intended to be held for a period less than 1 year from the date on which the investment is made are stated at cost adjusted for amortisation and diminution as necessary.

The management has laid out guidelines for the purpose of assessing likely impairments in investments and for making provisions based on given criteria. Appropriate provisions are accordingly made, which in the opinion of the management are considered adequate and also considering the prudential norms specified by the Reserve Bank of India, applicable to the Company in this behalf.



**G Revenue recognition**

Revenue (income) is recognised when no significant uncertainty as to determination/realisation exists.

**Sale of services**

Revenue is recognised on accrual basis

**Interest**

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**Dividends**

Dividend is recognised when the shareholders' right to receive payment is established by the balance sheet date. Dividend from subsidiaries is recognised even if same are declared after the balance sheet date but pertains to period on or before the date of Balance Sheet.

**F & O Operations**

Revenue (income) is recognised at the time of setting off or expiry of outstanding F & O position. The marked to market margin paid or received through broker from NSE/CSE is kept in "margin money a/c." After completion of outstanding F & O position by way of setting off or expiry, the "margin money a/c", is squared off with respect to the transaction and the revenue is recognised in form of debit or credit of "F & O a/c"

**H Earnings per share**

Earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders, by the weighted average number of equity shares outstanding during the period.

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 share outstanding during the period are adjusted for the effects of all diluted potential equity shares.

**I Taxation**

Tax expense comprises of current and deferred tax.

Current income-tax are measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

Deferred tax is recognized on a prudent basis for timing differences, being difference between taxable and accounting income/expenditure that originate in one period and are capable of reversal in one or more subsequent period(s). Deferred tax asset is recognised on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such asset can be realised against future taxable income. Unrecognised deferred tax asset of earlier periods are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.

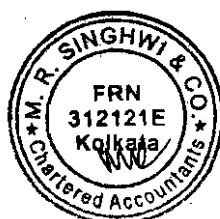
MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the period in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

**J Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**K Contingent liabilities**

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of notes to the accounts.



**L Provisions**

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance date and adjusted to reflect the current best estimates.

**M Gratuity and post-employment benefits plans**

Since the Company is covered under sub-paragraph (c) of the first paragraph of the Accounting Standard (AS) 15 (revised 2005) issued by Institute of Chartered Accountants of India, therefore the following paragraphs of the said standard will not be applicable:

- (i) Requirements under paragraphs 11 to 16
- (i) Requirements under paragraphs 46 and 139
- (i) Requirements under paragraphs 50 to 116 and 117 to 123

**N Micro, Small and Medium Enterprises**

There are no Micro, Small & Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2014. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

**O Transfer Into Statutory Reserve**

An amount equal to 20% of Net Profit of the Company are transfer to the Statutory Reserve in compliance with Section 45 IC of RBI Act, 1934.

Statutory Reserve U/S 45-IC of RBI Act, 1934. has been provided @20% of Profit after Tax.

The Company has complied with prudential norms as required by NBFC prudential norms (Reserve Bank) Directions, 2007, issued by Reserve Bank of India in respect of assets classification, income recognition, provisions for bad and doubtful debts & accounting standards.

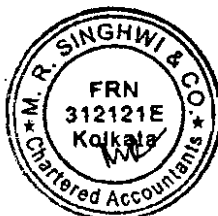
**P Short Term Borrowings**

Short term borrowing as per Balance Sheet Rs.54,583,134 (Rupees : Five crores forty five lacs eighty three thousand one hundred thirty four only). Actual utilisation as per Bank Statement is Rs.18,135,372 (Rupees: One crores eighty one lacs thirty five thousand three hundred seventy two only) as on 31st March, 2014. The difference between Balance Sheet amount and physical Bank Account is Rs.36,447,762 (Rupees : Three crores sixty four lacs forty seven thousand seven hundred sixty two only). This is due to cheques received and cheques issued which are not credited and debited in Bank Account, as per BRS.

**Q Fixed Deposits & Interest Income**

The Company is having its primary business as F & O Trading on NSE platform through Broker. It is required to maintain margin deposit with Broker for any possible liability of payment due to Market fluctuations and volatility. The NSE & SEBI rules & norms also require the Broker to collect margin money from the clients & deposit the same with NSE. The amount of outstanding position permitted to be maintained by the client is directly depended on its margin money deposits. As such the Company has pledged FD amounting to 320,000,000 (Rupees : Thirty two crores only) with NSE through its Broker. The amount of margin is arrived at by calculating the average annual requirement. In the process the Company is able to earn interest on margin money deposits, since it is maintained in the form of Fixed Deposits. Any supplementary requirement for margin is paid in cash from time to time. As such it is the business requirement of the Company to make such deposits for smooth Business operations, additional Business earnings and efficient utilization of Funds

Also the Company is required to make payment to the Broker on a regular basis on "Marked to Market" fluctuations on any outstanding F & O position. As such sufficient amount of money is required in reserve to meet any payment commitment, due to Stock Market fluctuations and volatility. As such the Company has pledged FD amounting to 20,000,000 (Rupees : Two crores only) with HDFC Bank for availing overdraft facility. The amount of overdraft limit is arrived at by calculating the average annual requirement and after assessing the fluctuations and volatility of the Stock Market. In the process the Company is able to earn interest on Fixed Deposits, and it is not required to maintain credit balance in its Current Account. Also the interest earned on such Fixed Deposits is much more than the interest paid on Bank overdraft utilized. As such it is the Business requirement of the Company to make such deposits for smooth Business operations, additional Business earnings and efficient utilization of Funds





**UNO METALS LIMITED**

Notes forming part of the Financial Statement

**2 Share Capital**

Share Capital	As at 31st March 2014		As at 31st March 2013	
	Number	Amount (Rs)	Number	Amount (Rs)
<b>Authorised Share Capital :</b>				
Equity Shares of Rs.10 each	4,700,000	47,000,000	4,700,000	47,000,000
<b>Issued, Subscribed &amp; Paid up :</b>				
Equity Shares of Rs.10 each fully paid	4,692,145	46,921,450	4,692,145	46,921,450
<b>Total</b>	<b>4,692,145</b>	<b>46,921,450</b>	<b>4,692,145</b>	<b>46,921,450</b>

The reconciliation of the number of shares outstanding is set out

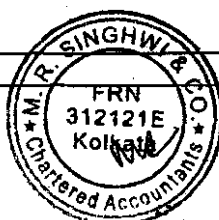
Particulars	Equity Shares	
	Number	Amount (Rs)
Shares outstanding at the beginning of the year	4,692,145	46,921,450
Shares Issued during the year	-	-
Shares outstanding at the end of the year	<b>4,692,145</b>	<b>46,921,450</b>

The details of Shareholders holding more than 5% shares :

Name of Shareholder	As at 31st March 2014		As at 31st March 2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
a. AKG Finvest Ltd.	926,800	19.75	926,800	19.75
b. Rajesh Goenka	418,580	8.92	378,580	8.07
c. Banwari Lal Goenka	287,925	6.14	287,925	6.14
d. Krishini Devi Goenka	283,570	6.04	283,570	6.04
e. Neha Goenka	248,600	5.30	248,600	5.30
<b>Total</b>	<b>2,165,475</b>	<b>46.15</b>	<b>2,125,475</b>	<b>45.30</b>

**3 Reserve & Surplus**

Reserves & Surplus	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
<b>a. General Reserves :</b>		
Balance at the beginning of the year	38,037,645	38,037,645
Add: Additions during the year	-	-
Balance at the end of the year	<b>38,037,645</b>	<b>38,037,645</b>
<b>b. Securities Premium Account :</b>		
Balance at the beginning of the year	64,980,000	64,980,000
Add: Additions during the year	-	-
Balance at the end of the year	<b>64,980,000</b>	<b>64,980,000</b>
<b>c. Others Reserves (Statutory Reserves R.B.I.) :</b>		
Balance at the beginning of the year	240,129,000	223,041,000
Add: Transfer from Profit & Loss account	15,630,000	17,088,000
Balance at the end of the year	<b>255,759,000</b>	<b>240,129,000</b>
<b>d. Surplus :</b>		
Balance at the beginning of the year	1,260,952,536	1,192,601,676
Add: Profit after Tax for the year	78,145,115	85,438,860
	1,339,097,651	1,278,040,536
Less: Transfer to Others Reserves (Statutory Reserves R.B.I.)	15,630,000	17,088,000
Balance at the end of the year	<b>1,323,467,651</b>	<b>1,260,952,536</b>
<b>Total</b>	<b>1,682,244,296</b>	<b>1,604,099,181</b>



4 Long Term Provisions

Long Term Provisions	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
Provisions for Income Tax (Net)	-	27,092
<b>Total</b>	-	27,092

5 Short Term Borrowings

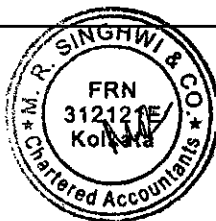
Short Term Borrowings	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
<b>Secured</b>		
Loans repayable on demand		
From Banks	54,583,134	45,135,654
(Secured By Pledge of Own Fixed Deposit of HDFC Bank Ltd. Rs.20,000,000)		
(Bank Over draft utilised as per Bank Statement as on 31st March, 2014 Rs.18,135,372 and the difference of Rs.36,447,762 is due to cheques issued & deposited but not debited & credited by Bank as per BRS)		
<b>Total</b>	54,583,134	45,135,654

6 Other Current Liabilities

Other Current Liabilities	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
(a) Audit Fees Payable	63,961	61,179
(b) Tax Deducted at Source Payable	-	-
<b>Total</b>	63,961	61,179

7 Short Term Provisions

Short Term Provisions	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
Provisions for Income Tax (Net)	-	1,690,509
<b>Total</b>	-	1,690,509



UNO METALS LIMITED

8 Fixed Assets

Fixed Assets	Gross Block			Accumulated Depreciation			Net Block	
	Balance as at 1st April 2013	Additions/ (Disposals)	Balance as at 31st March 2014	Balance as at 1st April 2013	Depreciation for the year	Balance as at 31st March 2014	Balance as at 1st April 2013	Balance as at 31st March 2014
	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)
<b>Tangible Assets</b>								
Airconditioners and Refrigeration	189,000	25,190	214,190	89,677	15,832	105,509	99,323	108,681
Bicycle	73,110	18,000	91,110	19,048	14,383	33,431	54,062	57,679
Computers and Printers	868,600	302,940	1,171,540	665,686	162,764	828,450	202,914	343,090
Furniture and Fixtures	5,682,950	1,064,163	6,747,113	1,604,043	802,302	2,406,345	4,078,907	4,340,768
Motor Car	606,239	-	606,239	260,245	89,578	349,823	345,994	256,416
Office Equipments	774,020	178,100	952,120	211,838	96,533	308,371	562,182	643,749
<b>Total</b>	<b>8,193,919</b>	<b>1,588,393</b>	<b>9,782,312</b>	<b>2,850,537</b>	<b>1,181,392</b>	<b>4,031,929</b>	<b>5,343,382</b>	<b>6,750,383</b>
<b>Previous year</b>	<b>6,145,139</b>	<b>2,048,780</b>	<b>8,193,919</b>	<b>1,892,767</b>	<b>957,770</b>	<b>2,850,537</b>	<b>4,252,372</b>	<b>5,343,382</b>



9 Non-Current Investments

Particulars	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
Other Investments (Refer A and B below)		
Investment in Equity instruments	1,430,773,326	1,160,395,786
<b>Total</b>	<b>1,430,773,326</b>	<b>1,160,395,786</b>

Details of Non-Trade

Name of the Body Corporate (1)	No. of Shares/Units		Amount (Rs)	
	2014 (2)	2013 (3)	2014 (4)	2013 (5)
<b>a. Investment in Equity Instruments</b>				
<b>Quoted, fully paid-Long Term Investments</b>				
<b>Face Value</b>				
Amar Remedies Ltd. 10	1,300,000	-	11,250,236	-
Assam Company India Ltd. 1	4,770,000	-	23,578,128	-
Cybertech Systems & Software 10	357,258	-	8,658,055	-
Dalmia Bharat Sugar & Industries 2	200,000	-	3,190,297	-
DQ Entertainment (International) 10	1,170,680	-	39,329,708	-
Dr. Datsons Labs Ltd. 10	441,000	-	34,049,587	-
Genus Power Infrastructures Ltd. 1	2,000,000	-	12,635,033	-
Gitanjali Gems Ltd. 10	385,000	-	23,894,115	-
GSFC Ltd. 2	2,959,500	2,959,500	163,194,090	163,194,090
IFCI Ltd. 10	3,149,000	6,749,000	88,807,160	192,930,815
Indiabulls Real Estate Ltd. 10	2,720,000	2,620,000	155,699,409	148,339,200
Intense Technologies Ltd. 2	135,902	-	4,993,894	-
JK Lakshmi Cement Ltd. 5	1,130,786	1,060,886	67,846,157	62,714,403
Jaiprakash Power Ventures Ltd. 10	528,000	1,588,000	22,381,666	65,697,395
Jaiprakash Associates Ltd. 2	224,000	2,277,000	19,964,568	191,206,024
Kiri Industries Ltd. 10	665,000	-	19,101,261	-
Marksans Pharma Ltd. 1	4,900,000	-	48,309,251	-
N G Industries Ltd. 10	91,610	91,550	953,241	950,327
Oriental Bank of Commerce 10	290,400	190,400	82,025,113	58,842,342
Parabolic Drugs Ltd. 10	850,000	-	3,830,448	-
Piramal Phytocare Ltd. 10	27,697	-	716,903	-
Punjab National Bank 10	210,800	-	159,212,203	-
Ramkrishna Forgings Ltd. 10	-	239,000	-	27,057,776
REI Agro Ltd. 1	3,270,000	-	20,864,297	-
Sharp Trading & Finance Ltd. 10	10,000	-	9,736,000	-
Subex Ltd. 10	4,600,000	-	36,864,275	-
Sudar Industries Ltd. 10	560,000	-	11,838,475	-
Syndicate Bank 10	2,584,000	1,609,000	332,736,756	129,777,199
Uco Bank 10	-	2,200,000	-	118,526,215
Ybrant Digital Ltd. 2	1,500,000	-	4,559,455	-
<b>Total</b>			<b>1,410,219,781</b>	<b>1,159,235,786</b>

<b>b. Investment in Equity Instruments</b>				
<b>Unquoted, fully paid</b>				
Goenka Securities Pvt. Ltd. 10	58,000	58,000	1,160,000	1,160,000
Genus Paper & Boards Ltd. 1	1,387,093	-	19,393,545	-
<b>Total</b>			<b>20,553,545</b>	<b>1,160,000</b>
<b>Grand Total (A+B)</b>			<b>1,430,773,326</b>	<b>1,160,395,786</b>

Aggregate amounts of Quoted Investments	1,410,219,781	1,159,235,786
Market Value of Quoted Investments	1,438,892,645	1,159,880,240
Aggregate amounts of Unquoted Investments	20,553,545	1,160,000



10 Deferred tax Assets (Net)

Disclosure under AS 22 for Deferred tax (liability) / asset

In accordance with AS-22 on 'Accounting for taxed on Income' by the Institute of Chartered Accountants of India, net deferred tax, has been accounted for, as detailed below :

Particulars	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
<b>Deferred Tax Asset :</b>		
Deferred Tax Asset	219,119	141,926
Difference of Net value between books & Income Tax Depreciation		
<b>Total</b>	<b>219,119</b>	<b>141,926</b>

11 Cash and Bank Balances

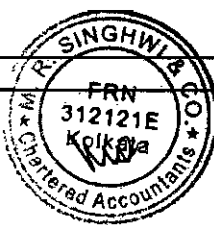
Cash and Bank Balances	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
Balances with Banks	15,377	4,936,913
Fixed Deposits with banks	342,098,230	526,716,500
Cash on hand	872,755	300,558
<b>Total</b>	<b>342,986,362</b>	<b>531,953,971</b>

12 Short Term Loans and Advances

Short Term Loans & Advances	As at 31st March 2014	As at 31st March 2013
	Amount (Rs)	Amount (Rs)
(Unsecured, considered good)		
Others		
Advance Against Expenses	130,000	100,000
Advance Payment of Taxes (Net)	3,953,651	-
<b>Total</b>	<b>4,083,651</b>	<b>100,000</b>

13 Revenue from Operations

Particulars	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
<b>Sale of products</b>		
Future & Option Derivatives Trading A/c.	47,948,611	93,604,653
Profit on Sales of Investments	(9,659)	(3,106,522)
<b>Total</b>	<b>47,938,952</b>	<b>90,498,131</b>



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14 Other Income

Particulars	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
Interest Received -Fixed Deposit (On Fixed Deposit TDS.4,232,580 Previous year Rs.4,759,491)	42,325,789	47,594,904
Interest Received -Income Tax	-	1,719
	42,325,789	47,596,623
Dividend Income	63,995,720	28,971,775
<b>Total</b>	<b>106,321,509</b>	<b>76,568,398</b>

15 Employee Benefits Expense

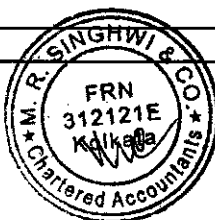
Employee Benefits Expense	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
(a) Salaries	4,902,000	3,090,000
(b) Staff Welfare Expenses	929,970	981,509
<b>Total</b>	<b>5,831,970</b>	<b>4,071,509</b>

16 Finance Costs

Particulars	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
Interest Paid on Bank Over Draft- HDFC Bank Ltd.	4,926,080	1,797,115
<b>Total</b>	<b>4,926,080</b>	<b>1,797,115</b>

17 Depreciation and Amortization Expenses

Particulars	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
Depreciation on Fixed Assets	1,181,392	957,770
<b>Total</b>	<b>1,181,392</b>	<b>957,770</b>



18 Other Expenses

Particulars	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
Advertisement Charges	105,343	86,993
Auditor's Remuneration		
Statutory Audit Fees	51,686	49,438
Tax Audit Fees	19,382	18,539
Certification Charges	12,922	4,496
Bank Charges	2,061	1,384
Books & Periodicals	176,970	179,015
Business Promotion Expenses	1,887,948	-
Consultancy Charges	170,205	38,750
Conveyance Expenses	359,880	367,180
Demat Charges	837	1,592
Donation	50,025,000	55,525,000
Fees & Subscription	27,341	27,121
Filing Fees	3,000	3,500
General Charges	133,829	159,535
Insurance Charges	10,798	11,598
Interest Paid -Professional Tax	822	200
Interest Paid -Income Tax	65,914	-
Listing Fees	27,413	27,413
Office Maintenance Expenses	888,935	1,063,044
Postage and Telegram	461,835	458,830
Printing and stationery	1,666,781	1,577,033
Professional Service Fees	7,800	23,490
Rates and Taxes	35,550	9,870
Rent Paid	528,000	530,000
Repairs & Maintenance Charges	404,209	430,963
Telephone Expenses	54,837	55,645
Travelling Expenses	126,794	49,740
Vehicle Up-keep Expenses	197,105	30,000
<b>Total</b>	<b>57,453,197</b>	<b>60,730,369</b>

Payment to the Auditor

Payments to the auditor as	For the year ended 31st March 2014	For the year ended 31st March 2013
	Amount (Rs)	Amount (Rs)
a. Auditor		
Statutory Audit Fees	51,686	49,438
Tax Audit Fees	19,382	18,539
b. Certification Charges	12,922	4,496
<b>Total</b>	<b>83,990</b>	<b>72,473</b>

19 Earning per share (EPS)

Particulars		For the year ended 31st March 2014	For the year ended 31st March 2013
Profit after Tax	Rs.	78,145,115	85,438,860
Weighted average number of equity shares outstanding during the year	Nos.	4,692,145	4,692,145
Nominal value of equity per share	Rs.	10	10
Basic/diluted earning per share (EPS)	Rs.	16.65	18.21



**20 Disclosures of related party transactions (as identified & certified by the management):**

As per Accounting Standard-18- 'Related Party Disclosures' issued by the Institute of Chartered Accountants of India, the names of the related parties are given below :

**a Associate / Joint Venture Concerns**

**b Key Management Personnel**

- |                               |            |
|-------------------------------|------------|
| (a) Mr. Rajesh Goenka         | (Director) |
| (b) Mr. Raj Kishore Jalan     | (Director) |
| (c) Mr. Kishan Lal Jalan      | (Director) |
| (d) Mr. Pradip Kuamr Tibrewal | (Director) |
| (e) Mrs. Shakuntala Jalan     | (Director) |

**c Transaction with related parties during the year**

NIL



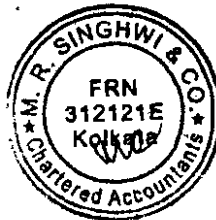


21 Investments Purchased and Sold during the year

Particulars of goods		For the year ended March 31			
				2013	
		Nos.	Value(Rs)	Nos.	Value(Rs)
<b>Shares &amp; Securities Purchased</b>	<b>Face Value</b>				
1. Amar Remedies Ltd.	10	1,300,000	11,250,236	-	-
2. Assam Company India Ltd.	1	4,770,000	23,578,128	-	-
3. Blue Circle Services Ltd.	10	-	-	360,000	6,991,813
4. Cybertech Systems & Software	10	357,258	8,658,055	-	-
5. Dalmia Bharat Sugar &	2	200,000	3,190,297	-	-
6. DQ Entertainment (International	10	1,170,680	39,329,708	-	-
7. Dr. Datsons Labs Ltd.	10	441,155	34,062,124	-	-
8. Dhenu Buildcom Infra Ltd.	10	-	-	85,000	12,460,532
9. Genus Power Infrastructures	1	2,020,595	12,986,451	-	-
10. Genus Paper & Boards Ltd.	1	1,387,093	19,393,545	-	-
11. Gitanjali Gems Ltd.	10	385,000	23,894,115	-	-
12. GSFC Ltd.	2	-	-	2,802,600	137,696,170
13. IFCI Ltd.	10	-	-	549,000	20,489,606
14. Indiabulls Infra. & Power Ltd.	10	-	-	15,000	68,470
15. Indiabulls Real Estate Ltd.	10	100,000	7,360,210	1,620,000	84,783,777
16. Intense Technologies Ltd.	2	135,902	4,993,894	-	-
17. JK Lakshmi Cement Ltd.	5	69,900	5,131,754	190,788	16,889,281
18. Jaiprakash Power Ventures Ltd.	10	-	-	547,000	23,177,074
19. Jaiprakash Associates Ltd.	2	-	-	292,000	25,926,635
20. Kiri Industries Ltd.	10	667,292	19,163,264	-	-
21. Kopran Ltd.	10	10,000	195,173	-	-
22. Marksans Pharma Ltd.	1	4,900,001	48,309,259	-	-
23. N G Industries Ltd.	10	60	2,914	-	-
24. Oriental Bank of Commerce	10	100,000	23,182,772	-	-
25. Parabolic Drugs Ltd.	10	850,000	3,830,448	-	-
26. Piramal Phytocare Ltd.	10	27,697	716,903	-	-
27. Punjab National Bank	10	216,378	163,627,515	-	-
28. Ramkrishna Forgings Ltd.	10	-	-	70,000	8,264,421
29. REI Agro Ltd.	1	3,270,000	20,864,297	-	-
30. Sharp Trading & Finance Ltd.	10	10,000	9,736,000	-	-
31. Subex Ltd.	10	4,600,010	36,864,352	-	-
32. Sudar Industries Ltd.	10	580,654	12,395,274	-	-
33. Syndicate Bank	10	2,065,000	273,281,350	58,700	6,707,568
34. Tuni Textile Mills Ltd	10	-	-	650,000	18,501,125
35. Ybrant Digital Ltd.	2	1,507,000	4,603,333	-	-
<b>Total</b>			<b>310,681,334</b>		<b>361,956,472</b>



Particulars of goods		For the year ended March 31			
		2014		2013	
		Nos	Value(Rs)	Nos	Value(Rs)
<b>Shares &amp; Securities Sold</b>	<b>Face Value</b>				
1. Blue Circle Services Ltd	10	-	-	360,000	3,659,778
2. Dr. Datsons Labs Ltd.	10	155	14,591	-	-
3. Dhenu Buildcom Infra Ltd	10	-	-	85,000	5,962,750
4. Genus Power Infrastructures Ltd.	1	20,595	397,081	-	-
5. IFCI Ltd.	10	3,600,000	65,178,693	-	-
6. Indiabulls Infra. & Power Ltd	10	-	-	3,850,000	24,047,123
7. Indiabulls Real Estate Ltd	10	-	-	600,000	36,063,634
8. J.P. Power Ventures Ltd.	10	1,060,000	28,043,908	-	-
9. Jaiprakash Associates Ltd.	2	2,053,000	138,118,600	615,000	45,380,593
10. JK. Lakshmi Cement Ltd.	5	-	-	199,900	25,808,851
11. Kiri Industries Ltd.	10	2,292	72,107	-	-
12. Kopran Ltd.	10	10,000	245,044	-	-
13. Marksans Pharma Ltd.	1	1	11	-	-
14. Oriental Bank of Commerce	10	-	-	160,000	37,325,718
15. Punj Lloyds Ltd	10	-	-	400	21,528
16. Punjab National Bank	10	5,578	4,113,157	-	-
17. Ramkrishna Forgings Ltd.	10	239,000	22,724,618	-	-
18. Subex Ltd.	10	10	100	-	-
19. Sudar Industries Ltd.	10	20,654	734,869	-	-
20. Syndicate Bank	10	1,090,000	101,363,171	800,000	102,063,531
21. Tuni Textile Mills Ltd	10	-	-	650,000	14,212,868
22. Uco Bank	10	2,200,000	179,153,700	-	-
23. Ybrant Digital Ltd.	2	7,000	54,522	-	-
<b>Total</b>			<b>540,214,172</b>		<b>294,546,374</b>



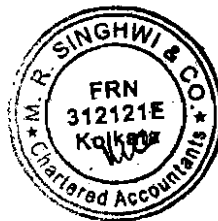
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22 CRAR

Items	Current Year	Previous Year
i) CRAR (%)	120.35%	141.60%
ii) CRAR - Tier I Capital (%)	120.35%	141.60%
ii) CRAR - Tier II Capital (%)	-	-

23 Exposure to Real Estate Sector

Category	Current Year	Previous Year
A) Direct Exposure	NIL	NIL
i) Residential Mortgages - Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented; (Individual housing loans up to Rs.15 lakh may be shown separately)		
ii) Commercial Real Estate - Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction etc)	NIL	NIL
Exposure would also include non-fund based NFB) limits;		
iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures	NIL	NIL
a) Residential		
b) Commercial Real Estate		
B) Indirect Exposure	NIL	NIL
Fund based and non-fund based exposures on National Housing Bank (NHB and Housing Finance Companies (HFCs).		



UNO METALS LIMITED

24 Assets Liability Management

Maturity Pattern of Certain Items of Assets and Liabilities								(Rs In crore)	
	1 Day to 30/31 Days (One Month)	Over one Month to 2 Months	Over 2 Months upto 3 Months	Over 3 Months upto 6 Months	Over 6 Months upto 1 Year	Over 1 Year upto 3 years	Over 3 Years upto 5 years	Over 5 years	Total
Deposits	0	0	0	0	0	0	0	0	0.00
Advances	0	0.01	0	0	0	0.4	0	0	0.41
Investments	0	0	0	0	0	0	0	143.08	143.08
Borrowings from Banks	0	0	0	0	0	5.46	0	0	5.46
Market Borrowings	0	0	0	0	0	0	0	0	0.00



UNO METALS LIMITED

25 Information as required in term of Paragraph 13 of NBFC

Information as required in term of Paragraph 13 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies prudential

26 Previous year's figures have been regrouped/rearranged, wherever necessary.

27 Figures have been rounded off to nearest rupee.

As per our report of even date attached

For M.R.SINGHWI & CO.

Chartered Accountants

Firm Registration No. 312121E

*M.R. Singhi*

CA B K PODDAR

Partner

Membership No. 054613

Place : Kolkata

Date : 30th day of May, 2014



For and on behalf of Board of Directors

*R. Goenka*

Rajesh Goenka  
Director

*R. Kishore*

Raj Kishore Jalan  
Director

*Pradip Tibrewal*

Pradip Kumar Tibrewal  
Director

## ANNEX

Schedule to the Balance Sheet of a non-deposit taking non-banking financial company  
[as required in terms of Paragraph 13 of Non-Banking Financial  
(Non-Deposit Accepting or Holding)  
Companies Prudential Norms (Reserve Bank) Directions, 2007]

(Rs. in lakhs)

Particulars	Amount Outstanding	Amount Overdue
<u>Liabilities Side :-</u>		
1. Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid :		
(a) Debentures : Secured	NIL	NIL
Unsecured		
(Other than falling within the meaning public deposits *)		
(b) Deferred Credits	NIL	NIL
(c) Term Loans	NIL	NIL
(d) Inter-corporate Loans and borrowing	NIL	NIL
(e) Commercial Paper	NIL	NIL
(f) Other Loans (Over draft against Fixed Deposit)	545.83	NIL

\* Please see Note 1 Below.

Assets Side :-Amount outstanding

2. Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :	
(a) Secured	NIL
(b) Unsecured	NIL
3. Break up of Leased Assets and stock on hire and other assets counting towards AFC activities :	
(i) Lease assets including lease rentals under sundry debtors :	
(a) Financial Lease	NIL
(b) Operating Lease	NIL
(ii) Stock on hire including hire charges Under sundry debtors :	
(a) Assets on hire	NIL
(b) Repossessed Assets	NIL
(iii) Other loans counting towards AFC activities	
(a) Loans where assets have been repossessed	NIL
(b) Loans other than (a) above	NIL
4. Break-up of Investments :	
Current Investments :	
1. Quoted :	
(i) Shares (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual Funds	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL

Contd.....



# UNO METALS LIMITED

NOTES FORMING PART OF THE ACCOUNTS AS ON 31<sup>ST</sup> MARCH, 2014

u6

Amount Outstanding

## 2. Unquoted :

(i) Shares (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual Funds	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL

## Long Term Investments :

### 1. Quoted :

(i) Shares (a) Equity	14,102.20
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual Funds	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL

### 2. Unquoted :

(i) Shares (a) Equity	205.53
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual Funds	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL

Total

14,307.73

## 5. Borrower group-wise classification of assets financed as in (2) and (3) above

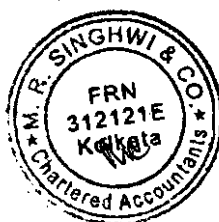
Please see Note 2 below

### Category

### Amount net of provisions

	<u>Secured</u>	<u>Unsecured</u>	<u>Total</u>
1. Related Parties **			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2. Other than related parties	-	-	-
Total	-	-	-

Contd.....



6. Investor group-wise classification of all Investments ( current and long term ) in shares and securities ( both quoted and unquoted ) :

Please see note 3 below.

<u>Category</u>	<u>Market Value/Break up Or Fair Value or NAV</u>	<u>Book Value (Net of Provision)</u>
1. Related Parties **		
(a) Subsidiaries	NIL	NIL
(b) Companies in the same group	71.24	11.60
(c) Other related parties	NIL	NIL
2. Other than related parties	14,582.86	14,296.13
<b>Total</b>	<b>14,654.10</b>	<b>14,307.73</b>

7. Other Information :

<u>Particular</u>	<u>Amount</u>
(i) Gross Non-Performing Assets	
(a) Related parties	NIL
(b) Other than related parties	NIL
(ii) Net Non-performing Assets	
(a) Related Parties	NIL
(b) Other than related parties	NIL
(iii) Assets acquired in satisfaction of debt	NIL

\*\* As per Accounting Standard of ICAI (Please see Note 3)

Notes :

- As defined in Paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies prudential Norms (Reserve Bank) Directions, 2007.
- All Accounting Standard and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up / fair value / NAV in respect of unquoted investments should be disclosed irrespective of whether the are classified as long term or current in column (4) above.

For and on behalf of Board of Directors

Place : Kolkata

Date : 30th day of May, 2014

Rajesh Goenka  
Director

Raj Kishore Jalan  
Director

Pradip Tibrewal  
Pradip Kumar Tibrewal  
Director





## UNO METALS LTD

Registered Office : 1st Floor, 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani ) Kolkata – 700 029  
CIN No. L27209WB1984PLC038126, Email: unometals100@gmail.com, Phone: 80175 20040, Fax: 033 22308981

### ATTENDANCE SLIP

I / We hereby record my / our presence at the 30th Annual General Meeting of the Company held at 1st Floor, 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani ) Kolkata – 700 029 at 12.30 P.M. on Wednesday, 24th September, 2014.

If Shareholder(s), please sign here	If Proxy, please mention name and sign here	
	Name of Proxy	Signature

#### Notes:

1. Shareholder/ Proxyholder, as the case may be, is required to sing and hand over this slip at the entrance of the meeting venue.

2. Members are requested to advice the change of their address, if any, Niche Technologies Pvt. Ltd

## UNO METALS LTD

Registered Office : 1st Floor, 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani ) Kolkata – 700 029  
CIN No. L27209WB1984PLC038126, Email: unometals100@gmail.com, Phone: 80175 20040, Fax: 033 22308981

### PROXY FORM

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

Name of the Member (s):.....	
Registered address.....	
.....	
Email ID.....	folio No./DP ID and client ID.....

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

1. Name .....Email ID.....  
Address.....

.....signature:  or failing him/her

2. Name .....Email ID.....  
Address.....

.....signature:

As my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Wednesday, 24 September, 2014 at 12.30 P.M. at the 1st Floor, 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani ) Kolkata – 700 029 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated back side of the page.

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Reso.No	Description	For*	Against*
1.	Adoption of Annual Accounts and Reports thereon for the financial year ended 31 <sup>st</sup> March, 2014	<input type="checkbox"/>	<input type="checkbox"/>
2.	Re-appoint of Mr. Rajesh Goenka as director.	<input type="checkbox"/>	<input type="checkbox"/>
3.	Appointment of M/s. M.R. Singhwi & Co. as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March 2015.	<input type="checkbox"/>	<input type="checkbox"/>
4.	Appointment of Mr. Raj Kishore Jalan as an Independent Director of the Company for a term of upto five years.	<input type="checkbox"/>	<input type="checkbox"/>
5.	Appointment of Mr. Pradip Kumar Tibrewal as an Independent Director of the Company for a term of upto five years.	<input type="checkbox"/>	<input type="checkbox"/>
6.	Appointment of Mrs. Shakuntala Jalan as an Independent Director of the Company for a term of upto five years.	<input type="checkbox"/>	<input type="checkbox"/>
7.	Appointment of Mr. Kishan Lal Jalan as an Independent Director of the Company for a term of upto five years.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this ..... day of ..... 2014

Affix  
Revenue  
Stamp

Signature.....

### Notes:

1. Please put a 'X' in the Box in the appropriate column against the respective resolution. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

2. A Proxy need not be a Member of the Company. Pursuant to the Provisions of Sections 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for other Member.

3. This form of Proxy, to be effective, should be deposited at the Registered Office of the company at: 1st Floor, 37A, Southern Avenue (Renamed as Dr Meghnad Saha Sarani) Kolkata - 700 029 not later than FORTY - EIGHT HOURS before the commencement of the aforesaid meeting.