

BOARD OF DIRECTORS	:	Mr. Rajesh Goenka- Chairman Mr. Raj Kishore Jalan Mrs.Ritu Goenka- Whole-time Director Mr. Kishan Lal Jalan
CHIEF FINANCIAL OFFICER	:	Ms. Neha Goenka
COMPANY SECRETARY	:	Mrs. Bratati Bhattacharya
AUDITORS	:	Pushpendra Jain & Co.
BANKERS	:	Allahabad Bank Axis Bank Ltd. HDFC Bank Ltd. Yes Bank Ltd.
REGISTERED OFFICE	:	1st Floor 37A, Dr. Meghnad Saha Sarani Kolkata - 700029
REGISTRARS & SHARE TRANSFER AGENTS	:	M/s. Niche Technologies Pvt. Ltd. D-511, Bagree Market 71, B.R.B. Basu Road Kolkata – 700 001
LISTING OF SHARES	:	1. The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700 001 West Bengal

DIRECTORS' REPORT TO THE MEMBERS :

Your Directors have pleasure in submitting the 34th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2018.

FINANCIAL HIGHLIGHTS :

The financial results of the Company are summarized below:

Particulars	Year ended 31st March, 2018 (Rs.in lakhs)	Year ended 31st March, 2017 (Rs.in lakhs)
Income from Sales/Operations	(580.84)	(476.61)
Other Income	806.66	557.56
Total Income	225.82	80.95
Total Expenditure excluding interest & Depreciation	114.08	120.42
Profit before Interest, Depreciation & Tax	111.74	(39.47)
Interest paid	25.27	31.85
Depreciation	10.61	10.86
Profit before Taxation	75.86	(82.18)
Provision for Taxation:		
Current Tax	4.60	-
Deferred Tax	0.33	(1.10)
Income Tax earlier year	(10.58)	3.21
Profit After Tax	81.51	(84.29)
Earnings per Share (Rs.)	1.74	(1.80)

DIVIDEND :

Your Directors do not recommend payment of Dividend.

DIRECTORS AND KEY MANAGERIAL PERSONNEL :

Mrs. Ritu Goenka, Director of the Company, retire by rotation and being eligible offers herself for re-appointment.

The Company has designated Mrs. Ritu Goenka - Whole-time-Director, Ms. Neha Goenka - Chief Financial Officer, Mrs. Bratati Bhattacharya - Company Secretary & Compliance Officer as Key Managerial Personnel. Mrs. Ritu Goenka was appointed as Whole-time Director for a period of 5 (five) years with effect from 28th November, 2016.

LISTING WITH STOCK EXCHANGES :

As per the requirement SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company hereby declares that the Listing of its Shares at The Calcutta Stock Exchange 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 AND AUDITORS' REPORT:

M/S Pushpendra Jain & Co., Chartered Accountants, Kolkata (Firm Registration no. 320233E) hold office of the Auditors of the Company until the conclusion of the ensuing 34th AGM of the Company. Accordingly the Company is required to appoint a new Auditors in place of the retiring Auditors.

The Board of Directors on the recommendation of the Audit Committee has recommended to the members re-appointment of M/s Pushpendra Jain & Co., Chartered Accountant (Firm Registration No. 320233E) as Auditors of the Company for a term of one year commencing from the conclusion of the 34th AGM till the conclusion of 35th AGM.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

COST AUDIT :

Cost Audit is not applicable to the Company.

PARTICULARS OF EMPLOYEES :

Pursuant to Rule (5) 2 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there are no employees getting remuneration exceeding the limit.

Pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, details are as detailed below

Remuneration etc Pursuant to Section 197(12) and Rules made thereunder are as below:

The ratio of the remuneration of Director to the median employee remuneration for the year

i) Name: Mrs.Ritu Goenka (Whole time Director)- Ratio 2.59:1

ii) The percentage increase in remuneration of Directors, Chief Financial Officer, Company Secretary

1. Ritu Goenka (Whole time Director) : NIL.

2. Neha Goenka (CFO) : First year appointment

3. Bratati Bhattacharya (Company Secretary) : NIL.

iii) The percentage increase in the median remuneration of employees in the financial year : 11.25%

iv) There were 8 permanent employees on the rolls of the Company as on March 31, 2018.

v) It is hereby affirmed that the remuneration paid during the year ended 31st March, 2018 is as per the Remuneration policy of the Company.

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules 2014 are set out in a separate statement attached hereto and forming part of the report.

SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANIES :

The Company does not have any Subsidiaries, Joint Venture and Associate Companies within the meaning of the Companies Act, 2013.

WHISTLE BLOWER MECHANISM :

The Company has put in place Whistle Blower Mechanism, details of which are given in Corporate Governance Report forming part of this report.

LOANS, INVESTMENT AND GUARANTEES BY THE COMPANY :

There is no loan given, investment made, guarantee given or security provided by the Company to any entity under Section 186 of the Companies Act, 2013.

NUMBER OF MEETING OF BOARD OF DIRECTORS :

The Board of Directors have met 6 times and Independent Directors once during the year ended 31st March, 2018.

DETAILS OF COMMITTEE OF DIRECTORS :

Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors and Stakeholders Relationship Committee of Directors, number of meetings held of each Committee during the financial year 2017-2018 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report and forming part of this Report.

The Recommendations by the Audit Committee as and when made to Board has been accepted.

ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS :

The Board of Directors of the Company has initiated and put in place a policy for evaluation of its own performance, its Committees and individual directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company. Further details are outlined in the Corporate Governance Report forming a part of this report.

DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS :

Pursuant to Section 149(7) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the Compliance of the Conditions of the independence stipulated in Section 149(6) of the Act read with Regulation 16(1)(b) of the SEBI (LODR) Regulation, 2015.

CORPORATE SOCIAL RESPONSIBILITY:

Pursuant to the provisions of Section 135 and rules made thereunder of the Companies Act, 2013, the Company has constituted a CSR committee to monitor CSR activities of the Company.

Details of CSR is given in the corporate governance report annexed hereto.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

Internal Audit has been conducted throughout the organization by qualified outside Internal Auditors. Findings of the Internal Audit Report are reviewed by the top management and by the Audit Committee of the Board and proper follow up action is ensured wherever required. The Statutory Auditors have evaluated the systems of internal controls of the Company and have reported that the same are adequate and commensurate with size of the Company and nature of its business.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL)ACT, 2013:

The Company has put in place an Internal Complaints committee to redress complaints received regarding sexual harassment from any employee of the Company. The committee comprising of majority of women employees is constituted for the purpose of ensuring Compliance towards the provisions of the above Act. During the year 2017-2018 no complaints were received by the said committee.

CHANGE IN THE NATURE OF BUSINESS :

There was no change in the nature of the business of the Company during the year.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS :

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides on overall industry perspective as well as issues being faced by the industry. The details of various familiarization programmes provided to the Directors of the Company is available on the Company's website.

DIRECTORS' RESPONSIBILITY STATEMENT :

Your Directors state 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 have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the annual accounts on a going concern basis.
- The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE GOVERNANCE :

The Corporate Governance Report forms 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 conditions of Corporate Governance stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Agreement with the Stock Exchanges is also annexed to Report on Corporate Governance.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTY :

All contracts / arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contracts/ arrangements/ transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

Your Directors draw attention of the members, notes to the financial statement which sets out related party disclosures.

SECRETARIAL AUDITOR :

The Board has appointed S. Rath & Co., Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2017-2018. The Secretarial Audit Report for the financial year ended 31st March, 2018 is annexed herewith to this report.

EXTRACT OF ANNUAL RETURN :

Extract of Annual Return of the Company is annexed herewith to this report.

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.

Place : Kolkata
Date : 29th day of May, 2018

For and on behalf of Board of Directors


Rajesh Goenka
Chairman
(DIN: 00157319)

ANNEXURE TO DIRECTORS' REPORT

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

(Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules 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>2017 – 2018</u>	<u>2016-2017</u>
EARNINGS	NIL	NIL
OUTGO	536636	NIL

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH , 2018

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

To,

**The Members,
UNO Metals Limited
(CIN-L27209WB1984PLC038126)
37A, Dr. Meghnad Saha Sarani, First Floor,
Kolkata - 700 029**

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. UNO Metals Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. On the basis of verification of the secretarial compliance and on the basis of secretarial audit of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and as shown to us during the said audit and also based on the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion and to the best of our understanding, the Company has, during the audit period covering the financial year ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
3. We further report that preparation and maintenance of secretarial and other records and devising proper system to ensure compliance with provisions of applicable laws and regulations is the responsibility of the Management of the Company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the Company nor a confirmation of efficient management by the Company.



4. We have examined the secretarial compliance based on the books, papers, minute books, forms and returns filed and other records maintained by M/s. UNO Metals Limited for the financial year ended on 31st March, 2018 to the extent applicable and as shown to us during our audit, according to the provisions of the following laws:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable to the Company during the Audit Period);
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable to the Company during the Audit Period);
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ; (Not Applicable to the Company during the Audit Period);
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ; (Not Applicable to the Company during the Audit Period);
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit Period);



(vi) and other applicable laws :- Based on the representation given by the Management of the Company and compliance certificates issued by the respective Department Heads, it is observed that other than fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading/service companies the following Laws/acts are also, inter alia specifically applicable to the business of the Company. It is also confirmed by the management that the company has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

a) Reserve Bank of India Act, 1934.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

(The company is required to comply with the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility. The company has constituted Corporate Social Responsibility Committee and disclosed the reasons for not spending/contributing funds to CSR in Corporate Governance Report attached to the Board of Director's Report relating to the period under review)

6. We further report that, The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The change in the Board of Directors of the Company that took place during the period under review is in compliance with the provisions of the Act.
7. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
8. None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's views in the minutes.



9. We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
10. We further report that during the audit period there were no specific events/actions which have any major bearing on the company's affairs.
11. This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Date : 29.05.2018

Place: Kolkata



For. S.Rath & Co.

[Signature]
Sahadeb Rath
Proprietor
Membership No.-ACS13298
CP No.-3452

Secretarial Audit Report (Contd.)

(To the Secretarial Audit Report of M/s. UNO Metals Limited for the financial year ended 31/03/2018)

To,
**The Members,
UNO Metals Limited
(CIN-L27209WB1984PLC038126)
37A, Dr. Meghnad Saha Sarani, First Floor,
Kolkata - 700 029**

Our Secretarial Audit Report for the financial year ended 31/03/2018 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. We do not report on Financial laws like Tax Laws, Customs Act, Banking, Financial Transactions, default in repayment of any loans/ debts or deposits / interest thereon, if any as the same is either carried out by the Statutory Auditors/Internal Auditors, designated professional.
5. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date : 29.05.2018
Place : Kolkata**



For. S. Rath & Co.

**Sahadeb Rath
Proprietor**

**Membership No.-ACS13298
CP No.-3452**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March, 2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L27209WB1984PLC038126
2.	Registration Date	31 st October, 1984
3.	Name of the Company	Uno Metals Limited
4.	Category Sub-category of the Company	Company limited by Shares Non Government Company
5.	Address of the Registered office & contact details	1st Floor, 37A, Dr. Meghnad Saha Sarani Kolkata - 700 029 Tel: 033 24197542, Fax: 033 24646390
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Private Limited D-511, Bagree Market, 5 th Floor, 71 B.R.B Basu Road, Kolkata – 700 001 Tel : +91 033 2234 3576 Fax : +91 033 22156823

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company are given below :-)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	NBFC Company investing in Securities / Mutual Funds / Bank Deposits etc.	6430	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The Company does not have any Holding, Subsidiary and Associate Companies.

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	3509545	0	3509545	74.796	3512645	0	3512645	74.862	0.066
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt. (s)	0	0	0	0	0	0	0	0	0
d) Bodies corporate	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-Total (A) (1)	3509545	0	3509545	74.796	3512645	0	3512645	74.862	0.066
(2) Foreign									
a) NRIs-Individual	0	0	0	0	0	0	0	0	0
b) Other Individual	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Bank/ FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A) (1)+ (A) (2)	3509545	0	3509545	74.796	3512645	0	3512645	74.862	0.066

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt. (s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (1) :-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	4600	4600	0.098	0	4600	4600	0.098	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	135900	135900	2.896	0	109900	109900	2.342	(0.554)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	400000	642100	1042100	22.209	1065000	0	1065000	22.698	0.489
c) Others (specify)									
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	400000	782600	1182600	25.204	1065000	114500	1179500	25.138	(0.066)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	400000	782600	1182600	25.204	1065000	114500	1179500	25.138	(0.066)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	3909545	782600	4692145	100.000	4577645	114500	4692145	100.00	0

B) Shareholding of Promoter

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	ASHOK KUMAR GOENKA	192690	4.107	0	1000	0.021	0	(4.086)
2.	KRISHNI DEVI GOENKA	230000	4.902	0	230000	4.902	0	0
3.	NAKUL GOENKA	124540	2.654	0	1000	0.021	0	-2.633
4.	NEHA GOENKA	248600	5.298	0	400000	8.525	0	3.227
5.	PARMESHWAR LAL GOENKA	0	0	0	51000	1.087	0	1.087
6.	RAJESH GOENKA	1197290	25.517	0	1259645	26.846	0	1.329
7.	RITU GOENKA	1052025	22.421	0	1100000	23.443	0	1.022
8.	VARSHA GOENKA	464400	9.897	0	470000	10.017	0	0.120
	TOTAL	3509545	74.796	0	3512645	74.862	0	0.066

C) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	ASHOK KUMAR GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	192690 -191690 1000	4.107 4.085 0.021	192690 1000 1000	4.107 0.021 0.021
2.	KRISHNI DEVI GOENKA At the beginning of the year Change during the year - No change during the year At the end of the year	230000 230000	4.902 4.902	230000 230000	4.902 4.902
3.	NAKUL GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	124540 -123540 1000	2.654 2.633 0.021	124540 1000 1000	2.654 0.021 0.021
4.	NEHA GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	248600 151400 400000	5.298 3.227 8.525	248600 400000 400000	5.298 8.525 8.525
5.	PARMESHWAR LAL GOENKA At the beginning of the year Change during the year Date Reason 19.01.2018 Transfer At the end of the year	0 51000 51000	0 1.087 1.087	0 51000 51000	0 1.087 1.087
6.	RAJESH GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer 01.12.2017 Transfer 08.12.2017 Transfer 15.12.2017 Transfer 19.01.2018 Transfer At the end of the year	1197290 19955 -90000 -90000 -50000 272400 1259645	25.517 0.425 1.918 1.918 1.066 5.805 26.846	1197290 1217245 1127245 1037245 987245 1259645 1259645	25.517 25.942 24.024 22.106 21.040 26.846 26.846
7.	RITU GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	1052025 47975 1100000	22.421 1.022 23.443	1052025 1100000 1100000	22.421 23.443 23.443

8.	VARSHA GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	464400 5600 470000	9.897 0.119 10.017	464400 470000 470000	9.897 10.017 10.017
	TOTAL	3509545	74.796	3512645	74.862

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	LALITHA SHROFF At the beginning of the year Change during the Year At the end of the year	230000 [NO 230000	4.902 CHANGE 4.902	230000 DURING THE 230000	4.902 YEAR] 4.902
2.	ANOOP VK SHROFF At the beginning of the year Changes during the Year Date Reason 17.11.2017 Transfer At the end of the year	183700 300 184000	3.915 0.006 3.921	183700 184000 184000	3.915 3.921 3.921
3.	VIJAYA KUMAR SHROFF At the beginning of the year Changes during the Year At the end of the year	170000 [NO 170000	3.623 CHANGES 3.623	170000 DURING THE 170000	3.623 YEAR] 3.623
4.	RACHANA JAIN At the beginning of the year Changes during the Year At the end of the year	161000 [NO 161000	3.431 CHANGES 3.431	161000 DURING THE 161000	3.431 YEAR] 3.431
5.	BIMAL KUMAR GOENKA* At the beginning of the year Changes during the Year Date Reason 04.12.2017 Transfer 11.12.2017 Transfer At the end of the year	154500 -64500 -90000 0	3.293 1.375 1.918 0	154500 90000 0 0	3.293 1.918 0 0
6.	KOMAL GOENKA* At the beginning of the year Changes during the Year Date Reason 02.12.2017 Transfer At the end of the year	92900 -92900 0	1.980 1.980 0	92900 0 0	1.980 0 0
7.	ASHISH PALOD* At the beginning of the year Change during the year Date Reason 04.12.2017 Transfer At the end of the year	25000 -25000 0	0.533 0.533 0	25000 0 0	0.533 0 0
8.	RAKESH AGARWAL At the beginning of the year Changes during the Year Date Reason 02.12.2017 Transfer At the end of the year	25000 -25000 0	0.533 0.533 0	25000 0 0	0.533 0 0

9.	DEEPAK DUBAL* At the beginning of the year Changes during the Year Date Reason 21.11.2017 Transfer At the end of the year	10000 -10000 0	0.213 0.213 0	10000 0 0	0.213 0 0
10.	ABDEALLY GANDHI At the beginning of the year Changes during the Year Date Reason 11.12.2017 Transfer At the end of the year	4000 -4000 0	0.085 0.085 0	4000 0 0	0.085 0 0
11.	CHANCHAL CHATTERJEE* At the beginning of the year Changes during the Year At the end of the year	800 [NO 800	0.017 CHANGES 0.017	800 DURING THE 800	0.017 YEAR] 0.017
12.	DEEPAK PARASRAMPURIA* At the beginning of the year Changes during the Year At the end of the year	800 [NO 800	0.017 CHANGES 0.017	800 DURING THE 800	0.017 YEAR] 0.017
13.	ANIL AGARWAL# At the beginning of the year Changes during the Year Date Reason 17.11.2017 Transfer At the end of the year	0 90000 90000	0 1.918 1.918	0 90000 90000	0 1.918 1.918
14.	MAHENDRA KUMAR PODDAR# At the beginning of the year Changes during the Year Date Reason 01.12.2017 Transfer At the end of the year	0 90000 90000	0 1.918 1.918	0 90000 90000	0 1.918 1.918
15.	USHA PODDAR# At the beginning of the year Changes during the Year Date Reason 08.12.2017 Transfer At the end of the year	0 90000 90000	0 1.918 1.918	0 90000 90000	0 1.918 1.918
16.	SHIV BHAGWAN PODDAR# At the beginning of the year Changes during the Year Date Reason 15.12.2017 Transfer At the end of the year	0 50000 50000	0 1.066 1.066	0 50000 50000	0 1.066 1.066

* Ceased to be in the list of top 10 shareholders as on 31.03.2018. The same is reflected above, since the shareholders was one of the top 10 shareholders as on 01.04.2017.

Not in the list of top ten shareholders as on 01.04.2017. But the same has been reflected above, since the shareholders was one of the top 10 shareholders as on 31.03.2018.

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	RAJESH GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer 01.12.2017 Transfer 08.12.2017 Transfer 15.12.2017 Transfer 19.01.2018 Transfer At the end of the year	1197290 19955 -90000 -90000 -50000 272400 1259645	25.517 0.425 1.918 1.918 1.066 5.805 26.846	1197290 1217245 1127245 1037245 987245 1259645 1259645	25.517 25.942 24.024 22.106 21.040 26.846 26.846
2.	RITU GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	1052025 47975 1100000	22.421 1.022 23.443	1052025 1100000 1100000	22.421 23.443 23.443
3.	RAJ KISHORE JALAN At the beginning of the year At the end of the year	0 0	0.00 0.00	0 0	0.00 0.00
4.	KISHAN LAL JALAN At the beginning of the year At the end of the year	0 0	0.00 0.00	0 0	0.00 0.00
5.	NEHA GOENKA At the beginning of the year Change during the year Date Reason 17.11.2017 Transfer At the end of the year	248600 151400 400000	5.298 3.227 8.525	248600 400000 400000	5.298 8.525 8.525

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	29,97,58,3403	-	-	29,97,58,3403
* Reduction	29,24,37,3202	-	-	29,24,37,3202
Net Change	7,32,10,201	-	-	7,32,10,201
Indebtedness at the end of the financial year				
i) Principal Amount	7,32,10,201	-	-	7,32,10,201
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7,32,10,201	-	-	7,32,10,201

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Whole-time-Director RITU GOENKA	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13,20,000	13,20,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	13,20,000	13,20,000
	Ceiling as per the Act		

B. Remuneration to other directors

Name of Director	Sitting Fee	Salary & perks	Total
RAJ KISHORE JALAN	0	0	0
SHAKUNTALA JALAN	0	0	0
KISHAN LAL JALAN	0	0	0
RAJESH GOENKA	0	0	0

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
			BRATATI BHATTACHARYA	NEHA GOENKA	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	1,20,000	13,20,000	14,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	1,20,000	13,20,000	14,40,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no instances of any penalties/punishment/compounding of offences for the year ended 31st March, 2018

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 organization. We believe that Corporate Governance is dependent on transparency, maximum disclosures, un-biased 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 includes eminent personalities from all walks of life.

Composition of Board of Directors:

The present strength of the Board is four Directors. The Board comprises of one Executive Director & three Non-Executive Directors. Out of these three Non Executive directors, two 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	2	Member -2 & Chairman -1
Mr. Raj Kishore Jalan	Non-Executive / Independent	2	-
Mr. Kishan Lal Jalan	Non-Executive / Independent	0	-
Mrs. Ritu Goenka	Executive/Non-Independent	0	-

Attendance record of Directors:

Name of Director	No. of Board Meetings Held	Attended	Attended last AGM
Mr. Rajesh Goenka	6	6	Yes
Mr. Raj Kishore Jalan	6	6	Yes
Mrs. Shakuntala Jalan	2	2	Yes
Mr. Kishan Lal Jalan	6	6	Yes
Mrs. Ritu Goenka	6	6	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 During 2017 - 2018:

Total six Meetings were held during the year 2017-2018, the dates on which the said Meetings were held are as follows:-

29th May, 2017	06th October, 2017	16th January, 2018
11 th August, 2017	14th November, 2017	14 th February, 2018

Separate meeting of Independent directors was held on 29th May, 2017.

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

Name of Director	Mrs. Ritu Goenka
Date of Birth	22.04.1965
Qualification	B.A.
Experience	18 years in Corporate Management
List of other Companies in which Directorship held as on 31.03.2018	NIL
Chairman/Member of the Committees of the Board of Directors of other Companies in which she is a Director as on 31.03.2018	NIL
Shareholding in Company	11,00,000

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. Kishan Lal Jalan, non-executive and independent Director, Mrs. Ritu Goenka, Executive 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 is 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 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 also oversees the Whistle Blower Policy implementation. Audit Committee oversees & approves Related Party Transactions and disclosures of all Directors, senior management employees for submission to the Board.

Audit Committee Meeting and attendance during the year

During 2017 – 2018 The Audit Committee Meetings were held on 29.05.2017, 11.08.2017, 14.11.2017 & 14.02.2018.

Name of Director	No. of Meetings attended	Remarks
Mr.Kishan Lal Jalan	4	--
Mrs.Ritu Goenka	4	--
Mr.Raj Kishore Jalan	4	--

5. Subsidiary Companies

The Company does not have any Subsidiary/ Subsidiaries within the meaning of the Companies Act, 2013.

6. Disclosure of issue proceeds

The Company did not make any Public, Rights or Preferential Issue of Securities during 2017-2018.

7. Risk Management Committee

Composition

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 Mrs. Ritu Goenka, executive 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 2017 - 2018 The Risk Management Committee Meetings were held on 29.05.2017, 11.08.2017, 14.11.2017 & 14.02.2018.

8. Nomination & Remuneration Committee

Terms of reference

The functions of the committee include recommending appointments of Directors, senior members of management, framing evaluation criteria of performance of whole time /independent directors, and that of the board, recommending remuneration policies for directors and senior members of management to the board.

The details of remuneration paid to the Director.

Ritu Goenka, Whole-time Director of the Company is paid Rs.13,20,000/- during the year as salary & perks. No remuneration is paid to any other Directors. The remuneration paid to Mrs. Ritu Goenka is as per the Remuneration Policy of the Company.

Composition

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. Rajesh Goenka, non-executive and Non-independent Director, Mr. Raj Kishore Jalan being the Chairman of the Committee. Nomination & Remuneration Committee Meeting was held on 29.05.2017.

Policy/Criteria for Director appointment

Policy for Director appointment has been framed based on broad principles for composition of the board for vacancies arising from time to time. Committee will consider while recommending a candidature of a director the knowledge of the field of the company's activity, fit and proper credentials of the candidate, eligibility of candidate in terms of laws & regulations in force, contribution to board diversity, potential of candidate to give adequate time & attend all meetings, contribute to guiding the company, have a stable tenure on board.

Director Remuneration Policy

The Company has Mrs. Ritu Goenka as an executive directors on its Board. The Company has not paid any Remuneration to Directors other than Executive Director.

All non-executive/Independent Directors will be entitled to reimbursement of expenses for attending board/ committee meetings, official visits and participation in various forums on behalf of the Company.

9. Assets Liability Management Committee

The Company has constituted an Assets Liability Management Committee comprising of Mrs. Ritu Goenka, executive Director, Mr. Kishan Lal Jalan, non-executive and independent Director and Mr. Raj Kishore Jalan, non-executive and independent Director, Mrs. Ritu Goenka being the Chairman of the Committee.

Assets Liability Management Committee Meeting during the year

During 2017 - 2018 The Assets Liability Management Committee Meetings were held on 29.05.2017, 11.08.2017, 14.11.2017 & 14.02.2018.

10.Shareholders Committee

a) Share Transfer Committee

The Share Transfer Committee was constituted to deal with various matters relating to share transfer/ transmission, issue of duplicate share certificates, approving the split and consolidation request and other matters relating to transfer and registration of shares.

The following Directors are members of the Share Transfer Committee.

- * Mr. Raj Kishore Jalan, Non-executive and Independent Director
- * Mr. Kishan Lal Jalan, Non-executive and Independent Director
- * Mrs. Ritu Goenka, Executive and Non-Independent Director

Mrs.Ritu Goenka, is the Chairman of the Committee.

During financial year 2017-2018, five share transfer committee meetings was held.

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 Share Transfer Committee Meeting are placed at the Board Meeting held immediately after the Committee Meeting.

b) Stakeholders Relationship Committee

The earlier Shareholders/Investors grievances committee has been now designated as Stakeholders Relationship Committee.

The company constituted the Stakeholders Relationship committee to oversee the redressal of shareholders' and investors' grievances in relation to transfer of shares, non-receipt of annual report and non-receipt of dividend, Issue of duplicate share certificate, oversee Registrar performance, ensure compliance to relevant codes adopted by the Board.

The Company has adopted Codes as prescribed under SEBI (Prohibition of Insider Trading) Regulations 2015 and has approved Mr. Rajesh Goenka –Director to act as set out therein.

The following Directors are members of the Stakeholders Relationship Committee.

- * Mr. Raj Kishore Jalan, Non-executive and Independent Director
- * Mr. Kishan Lal Jalan, Non-executive and Independent Director
- * Mrs. Ritu Goenka, Executive and Non-Independent Director

Mr. Kishan Lal Jalan, is the Chairman of the Committee.

Stakeholders Relationship Committee Meetings and attendance during the year

During 2017-2018 The Stakeholders Relationship Committee Meetings were held on 29.05.2017, 11.08.2017, 14.11.2017 & 14.02.2018.

Name of Director	No. of Meetings attended	Remarks
Mr. Raj Kishore Jalan	4	--
Mr. Kishan Lal Jalan	4	--
Mrs. Ritu Goenka	4	--

A total of Nil complaints were received during the year under review, out of which none were pending as on 31st March, 2018, all of which were settled to the satisfaction of Shareholders.

11.Board Meetings and Procedures

The Board of Directors met for six 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.

The Company has adopted a 'Board Familiarisation Plan' for all Board members and details of the same are posted on the Company's website

12.Details of General Meetings

(a) Location and time for last three Annual General Meetings held:

Year	Location	Date& Time	Special Resolutions passed
2014-2015	37A, Dr.Meghnad Saha Sarani 1st floor, Kolkata -700 029	26.09.2015 12.30 Noon	Nil
2015-2016	37A, Dr.Meghnad Saha Sarani 1st floor, Kolkata -700 029	24.09.2016 12.30 Noon	Adoption of newly substituted Articles of Association
2016-2017	37A, Dr.Meghnad Saha Sarani 1st floor, Kolkata -700 029	16.09.2017 12.30 Noon	Nil

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.

(b) Location and time for Extra-Ordinary General Meetings held during last three years:

Year	Location	Date& Time	Special Resolutions passed
2014-2015	37A, Dr.Meghnad Saha Sarani 1st floor, Kolkata -700 029	09.03.2015 11.30 A.M.	Bona fide Charitable & other fund

During the financial year 2017-18, an **Extra-Ordinary General Meeting** was held on 15th February, 2018 at 11.00 A.M. at its registered office at 1st floor, 37A Dr Meghnad Saha Sarani, Kolkata – 700029, for Cconsolidation of equity shares and matter related thereto. Shareholders had approved the proposed resolution by passing Special Resolution.

13.Corporate Social Responsibility

The board has constituted a Corporate Social Responsibility committee composing of Mr. Raj Kishore Jalan, Non-Executive and Independent Director, Mrs. Ritu Goenka, Executive and Non Independent Director and Mr. Kishan Lal Jalan, Non-Executive and Independent Director. The committee is lead by Mr. Raj Kishore Jalan as Chairman.

The board has directed the Committee to formulate a long term CSR Policy for the Company to enable the Company to channelize its funds into meaningful and need based activities with suitable checks and balances to ensure proper implementation in the local areas in and around Kolkata. The CSR committee has met one time on 14th February, 2018 and has sought presentations and opinion from outside agencies, trusts , social activists etc in its bid to collate information and inputs for formulating the Policy.

The Company due to its nature of business has a very lean organisation and therefore is constrained to speedily take up implementation of CSR and thus is trying to seek outside help and association for same. The Company also is of the view that such plan and formulation should be credible and should avoid wastage and leakages since they should aim at long term goals. The Company thus hopes to report in the coming year contribution of funds to CSR as a result of the above measures.

14. Certificate from Whole-time-Director & Chief Financial Officer

Certificate from Mrs. Ritu Goenka, Whole-time-Director & Ms. Neha Goenka, Chief Financial Officer, in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the Listing Agreement with the Stock Exchange for the financial year ended March 31, 2018 was placed before the Board of Directors of the Company in its meeting held on May 29, 2018. Copy of the same are annexed hereto to this Report.

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 requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- d) The Company has complied with the Corporate Governance requirements specified in regulations 17 to 27 and Regulations 46(2)(b) to (i) of the Listing Regulation

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 portal upload/email/hand delivery.

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 portal upload/email/hand delivery.

b) Official News release : Not Issued

c) Presentation to Institutional Investors : Not Issued

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 : 15th September, 2018 at 12.30 Noon

Venue : 37A, Dr. Meghnad Saha Sarani, 1st Floor, Kolkata - 700 029

b) Date of Book Closure : Monday, 10th September, 2018 to Saturday, 15th September, 2018 (both days inclusive)

c) Dividend payment Date : No dividend was declared for the year 2017-2018

d) Listing at Stock Exchanges : The Company's Equity Shares are listed at the following Stock Exchanges:
1. The Calcutta Stock Exchange Ltd.

Listing Fee for the year 2017-2018 has been paid to the Stock Exchange(s) within the stipulated time.

e) Stock Code Physical : 1. The Calcutta Stock Exchange Ltd. Code - 10031188

Demat ISIN Number for
NSDL & CDSL : INE975B01013

f) Registrar and Share
Transfer Agent : M/s. Niche Technologies Pvt.Ltd.
D-511, Bagree Market, 5th Floor,
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, 2017 to March, 2018 at CSE.

Month	The Calcutta Stock Exchange Association Limited (CSE)		
	Month's High Price	Month's Low Price	Volume
April, 2017	-	-	-
May, 2017	-	-	-
June, 2017	-	-	-
July, 2017	-	-	-
August, 2017	-	-	-
September, 2017	-	-	-
October, 2017	-	-	-
November, 2017	-	-	-
December, 2017	-	-	-
January, 2018	-	-	-
February, 2018	-	-	-
March, 2018	-	-	-
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, 2018

SL No.	Category	No of Shares (Issued Equity)	Percentage
1	Promoters	3512645	74.86
2	Indian Financial Institutions, Bank, Mutual Funds	--	--
3	Foreign Institutions Investors/ NRIs	--	--
4	Others	1179500	25.14
	Total	4692145	100.00

b) Distribution of Shareholding as on 31st March, 2018

Shareholding of nominal Value of Rs.	Shareholders Folios		No. of Shares	
	No. of Shareholders	% to Total	No. of Equity Shares	% to Total
Upto - 5000	236	72.39	63500	1.35
5010 - 10000	76	23.31	53000	1.13
10010 - 50000	0	0.00	0	0.00
50010 - 100000	0	0.00	0	0.00
100010 - 500000	1	0.31	50000	1.07
500010 - 1000000	4	1.23	321000	6.84
1000010 and above	9	2.76	4204645	89.61
Total	326	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, 2018 45,77,645 Shares representing 97.56% 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 2018-2019

Financial reporting for the first quarter ending, 30th June, 2018
 Financial reporting for the second quarter ending, 30th September, 2018
 Financial reporting for the third quarter ending, 31st December, 2018
 Financial reporting for the year ending 31st March, 2019
 Annual General Meeting for the year ending 31st March, 2019

Week before 15th August, 2018
 Week before 15th November, 2018
 Week before 15th February, 2019
 Last week of May, 2019
 Last week of September, 2019

m) Investors correspondence may be addressed to

M/s.Niche Technologies Pvt. Ltd. D-511, Bagree Market, 5th floor, 71, B.R.B.Basu Road, Kolkata – 700001, Tel: 2235 7271
 Or

Director, Uno Metals Ltd.

1st Floor, 37A, Dr. Meghnad Saha Sarani, Kolkata – 700029, Tel: 033 2419 7542

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 2017-2018

Kolkata
 29th day of May, 2018


 Rajesh Goenka
 Chairman
 DIN: 00157319

The Board of Directors

Uno Metals Limited

Kolkata


Re : Financial Statements for the Financial Year 2017-2018 Certification by Whole-time-Director & CFO

We, Ritu Goenka, Whole-time-Director & Neha Goenka, CFO of UNO METALS LIMITED, on the basis of the review of the financial statements and the cash flow statement for the year ended 31st March, 2018 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 31st March, 2018 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, and that 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 and 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: 29th Day of May, 2018


Ritu Goenka
Whole-time-Director
(DIN: 00221995)


Neha Goenka
Chief Financial Officer

UNO Metals Limited – for Financial Year 2017-2018

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES / INITIATIVES

[Pursuant to Section 135 of the Companies Act, 2013 & Rules made thereunder]

1. A brief outline of the Company's CSR Policy:

In line with the provisions of the Companies Act, 2013, the Company has framed its CSR Policy to enable the Company to channelize its funds into meaningful and needbased activities with suitable checks and balances to ensure proper implementation towards enhancing welfare measures of the society. The CSR Policy of the Company may be viewed at : <http://investingjoy.com/wp-content/uploads/2014/10/Corporate-Social-Responsibility-Policy.pdf>

2. The Composition of the CSR Committee as on 31st March, 2018 is as under:

Mr Raj Kishore Jalan	Chairman
Mrs Ritu Goenka	Member
Mr Kishan Lal Jalan	Member

3. Average net profit of the Company for the last three financial years:

The average net profit for the last three years is Rs.1070.70 Lakhs

4. The prescribed CSR expenditure (2% of the amount as in item no. 3 above): Rs. 21.41 Lakhs

5. Details of amount spent towards CSR activities/projects undertaken during the year:

- Total amount to be spent for the financial year 2017-2018: NIL
- Amount unspent: 21.41 Lakhs
- Manner in which the said amount was spent during the financial year 2017-2018:

S r. N o	CSR Project or activity identified	Sector in which the project is covered	Projects or Programs (1) Local area or other (2) The State and district where the projects or progra ms was underta ken	Amount outlay (budget) project or program s wise	Amount spent on the projects or programs Sub-heads: (1) Direct Expenditur e on projects or programs (2) Overh eads	Cumula tive expendi ture upto the reportin g period i.e. FY 2017-18	Amount spent Direct or through implementing agency
	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total							

UNO Metals Limited – for Financial Year 2017-2018

*Give details of the implementing agency

- 6. In case the Company has failed to spend the 2% of the average net profit of the last 3 financial years or any part thereof, the Company shall provide reasons for not spending the amount in its Board Report:**

The Company being an NBFC, is hardcore in financial business and does not have much exposure and experience of activities as mentioned in Schedule VII of Companies Act, 2013.

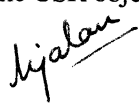
Further, due to its nature of business, it has a very lean organisation. Accordingly in the view of the CSR Committee of the Company, there may be wastage of time and money in case the Company opts to undertake the CSR activities of its own. Accordingly, the Company is in search of an implementing agency viz a trust or a society or a section 8 company or any other company which undergo activities mentioned in Schedule VII of Companies Act, 2013 with whom the Company may collaborate to undertake the CSR activities.

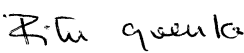
The idea behind the same is to take advantage of the experience of such organizations, who have already been undertaking CSR expenditure form long time so that there is effective utilization of resources in terms of time and money.

The Company stay committed towards the cause of CSR and intends to spend requisite amount towards activities identified in schedule VII as and when it is able to identify adequate avenues for such CSR spending and / or adequate organization along with whom the Company is able to associate to spend towards CSR.

- 7. A Responsibility statement by the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company:**

The CSR Committee monitors the implementation of the CSR Policy of the Company in compliance with the CSR objective and CSR Policy.


Raj Kishore Jalan
Chairman
DIN : 00221860


Ritu Goenka
Whole-time-Director
DIN: 00221995

Place :Kolkata

Date :29th day of May, 2018 .



AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Members of
UNO METALS LIMITED

We have examined the compliance of conditions of Corporate Governance by UNO METALS LIMITED, for the year ended March 31, 2018 as stipulated in relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and 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 SEBI Listing Regulations, 2015.

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

For **Pushpendra Jain & Co.**
Firm Registration Number: 320233E
Chartered Accountants

Pushpendra Jain
P. K. JAIN
Proprietor
Membership Number: 055400



Kolkata
29th May 2018



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 31st March, 2018.

We have examined the accounts of your Company for the period ended 31st March, 2018. As required under para 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 31st March, 2018.
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-8 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-8) within the stipulated period.

For and on behalf of

For Pushpendra Jain & Co.
Firm Registration Number: 320233E
Chartered Accountants

P. K. Jain

P. K. JAIN
Proprietor
Membership Number: 055400



Kolkata
29th May 2018

Independent Auditors' Report

To the Members of Uno Metals Limited

We have audited the accompanying Standalone financial statements of Uno Metals Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. 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.

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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view 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 the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the 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, of the state of affairs of the Company as at March 31, 2018, its Profit and its cash flows for the year ended on that date.





Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that :-
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :-
 - (i) The Company does not have any pending litigations which would impact its financial position.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Kolkata
29th May 2018



For Pushpendra Jain & Co.
Firm Regn. No 320233E
Chartered Accountants

Pushpendra Jain

(P. K. Jain)
(Proprietor)
(M No. 055400)



Annexure 1 referred to in paragraph 1 of the section on "Report on other legal and regulatory requirements" of our report of even date

To the Members of Uno Metals Limited

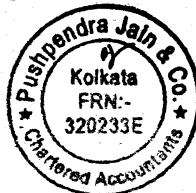
1. (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us the fixed assets have been physically verified by the management during the year, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property hence not commented.
2. As explained to us, the company does not have any inventories, the clauses 3(ii)(a) to 3(ii)(c) of the Companies (Auditor's Report) Order, are not applicable..
3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013
4. According to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public and accordingly paragraph 3 (v) of the order is not applicable.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it, with the appropriate authorities during the year. There are no undisputed statutory dues which were outstanding as at the year ended on 31st March, 2018 for a period of more than six months from the date they became payable.
 - (b) According to the information and explanations given to us, there are no dues of income tax Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it, on account of any dispute.
8. According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks or Government. There were no borrowings from debentures.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or Term Loans.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our Audit.





11. According to the information and explanations given to us, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act
12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
13. According to the information and explanations given to us, the Company is in compliance with Section 188 and 177 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements. as required by the applicable accounting standards.
14. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
15. According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of clause 3(xv) of the Order are not applicable to company.
16. The company is duly registered under section 45-IA of the Reserve Bank of India Act, 1934.

Kolkata
29th May 2018



For Pushpendra Jain & Co.
Firm Regn. No 320233E
Chartered Accountants

Pushpendra Jain

(P. K. Jain)
(Proprietor)
(M No. 055400)

Annexure – 2 to the Independent Auditors' Report

Referred to in Paragraph 2(f) under the heading of "Report On Other Legal And Regulatory Requirements" of our report of even date

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

We have audited the internal financial controls over financial reporting of Uno Metals Limited ('the Company') as of 31st March 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in





accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Kolkata
29th May 2018



For Pushpendra Jain & Co.
Firm Regn. No 320233E
Chartered Accountants

Pushpendra Jain

(P. K. Jain)
(Proprietor)
(M No. 055400)

UNO METALS LIMITED
Balance Sheet as at 31st March, 2018

(Amount in Rs)

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017
1	2	3	4
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
Share Capital	2	4,69,21,450	4,69,21,450
Reserves and Surplus	3	1,95,05,14,015	1,94,23,79,228
2 Current Liabilities			
Short-Term Borrowings	4	7,32,10,201	-
Other Current Liabilities	5	9,62,42,333	78,085
Short Term Provisions	6	95,827	79,450
TOTAL		2,16,69,83,826	1,98,94,58,213
II. ASSETS			
Non-Current Assets			
1 Fixed Assets			
Tangible Assets	7	29,82,672	30,15,821
Non Current Investments	8	88,88,10,510	1,48,81,90,406
Long-Term Loans and Advances	9	36,61,516	95,87,582
Deferred Tax Assets (Net)	10	9,08,597	9,41,904
2 Current Assets			
Cash and Bank Balances	11	1,16,70,48,375	45,92,21,154
Short-Term Loans and Advances	12	10,35,72,156	2,85,01,346
TOTAL		2,16,69,83,826	1,98,94,58,213

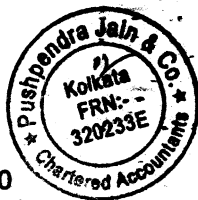
Significant Accounting Policies
Notes on Financial Statements
As per our report of even date

1
2 to 29

For PUSHPENDRA JAIN & CO.
Chartered Accountants
Firm Registration No. 320233E

For and on behalf of Board of Directors

CAP K JAIN
Proprietor
Membership No. 055400



Place : Kolkata
Date : 29th day of May, 2018

Ritu Goenka
Ritu Goenka
Whole-time-Director
(DIN:00221995)

Rajesh Goenka
Rajesh Goenka
Director
(DIN:00157319)

Raj Kishore Jalan
Raj Kishore Jalan
Director
(DIN:00221860)

UNO METALS LIMITED
Profit and Loss Statement for the year ended 31st March, 2018

(Amount in Rs)

Particulars	Note No.	For the Year ended 31st March, 2018	For the Year ended 31st March, 2017
I. Revenue from Operations	13	(3,26,76,880)	(4,76,61,388)
II. Other Income	14	8,06,74,674	5,57,56,218
III. Total Revenue (I + II)		4,79,97,794	80,94,830
IV. Expenses:			
Employee Benefits Expense	15	59,97,685	49,47,692
Finance Costs	16	25,27,152	31,84,918
Depreciation and Amortization Expense	17	10,61,367	10,86,592
Other Expenses	18	3,08,24,792	70,94,009
Total Expenses		4,04,10,996	1,63,13,211
V Profit Before Tax		75,86,798	(82,18,381)
VI Tax Expense:			
(1) Current Tax		4,60,000	-
(2) Deferred Tax		33,307	(1,10,450)
(3) Income Tax adjustment for earlier year		(10,57,673)	3,20,638
VII Profit (Loss) for the period (V - VI)		81,51,164	(84,28,569)
VIII Earnings per equity share:			
(1) Basic and Diluted	19	1.74	(1.80)

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

1
2 to 29

For PUSHPENDRA JAIN & CO.
Chartered Accountants
Firm Registration No. 320233E

For and on behalf of Board of Directors

Ritu Goenka

Ritu Goenka
Whole-time-Director
(DIN:00221995)

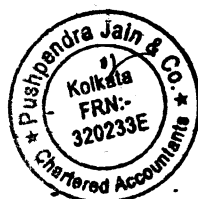
Rajesh Goenka

Rajesh Goenka
Director
(DIN:00157319)

Raj Kishore Jalan

Raj Kishore Jalan
Director
(DIN:00221860)

Pushpendra Jain



CA P K JAIN
Proprietor
Membership No. 055400

Place : Kolkata
Date : 29th day of May, 2018

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UNO METALS LIMITED
Cash flow statement for the year ended 31st March, 2018

(Amount in Rs)

Particulars	For the Year ended 31st March, 2018	For the Year ended 31st March, 2017
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax	75,86,798	(82,18,381)
Adjustment for :		
Depreciation	10,61,367	10,86,592
Interest paid on Income Tax	94,410	-
Interest Received from Income Tax	(14,67,356)	(6,60,690)
Dividend Income	(51,72,084)	(1,84,77,085)
Interest Received	(7,55,02,590)	(3,72,79,133)
Delisted Shares Written off	2,54,06,853	-
Loss on Sales of Investments	35,54,17,083	(3,25,98,661)
Operating Profit Before working capital changes	30,74,24,481	(9,61,47,358)
Adjustment for :		
Loans & Advances	(2,17,89,294)	(2,48,39,831)
Current Liabilities	9,61,64,248	10,835
	7,43,74,954	(2,48,28,996)
Cash Generated from operation	38,17,99,435	(12,09,76,354)
Direct tax paid	(4,53,84,832)	48,74,570
Net cash flow from operating activities	33,64,14,603	(11,61,01,784)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Dividend Income	51,72,084	1,84,77,085
Interest Received	7,55,02,590	3,72,79,133
Purchase of Fixed Assets	(10,28,218)	(9,32,526)
Purchase of Investments	(1,00,36,33,547)	(1,31,10,17,023)
Sale of Investments	1,22,21,89,508	1,49,08,24,141
Net cash flow from Investing Activities	29,82,02,417	23,46,30,810
C. CASH FLOW FROM FINANCIAL ACTIVITIES		
Secured loans	7,32,10,201	(6,13,22,796)
Net cash flow from Financial activities	7,32,10,201	(6,13,22,796)
Net increase in cash & Cash equivalents (A+B+C)	70,78,27,221	5,72,06,230
Cash & Cash equivalents as at 1.4.2017/1.4.2016	45,92,21,154	40,20,14,924
Cash & Cash equivalents as at 31.3.2018/31.3.2017	1,16,70,48,375	45,92,21,154

As per our report of even date

For **PUSHPENDRA JAIN & CO.**

Chartered Accountants

Firm Registration No. 320233E

P. K. Jain

CA P K JAIN

Proprietor

Membership No. 955400



Place : Kolkata

Date : 29th day of May, 2018

For and on behalf of Board of Directors

Ritu Goenka

Ritu Goenka

Whole-time-Director

(DIN:00221995)

Rajesh Goenka

Rajesh Goenka

Director

(DIN:00157319)

Raj Kishore Jalan

Raj Kishore Jalan

Director

(DIN:00221860)

Particulars

1 Significant Accounting Policies

A Basis of accounting and preparation of financial statements

(i) The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention on accrual basis. All Assets and Liabilities are classified into Current and Non-current generally based on criteria of realisation/settlement within twelve months period from the Balance Sheet date.

(ii) All Income and expenses are accounted on accrual basis

B Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialised.

C Fixed assets

Fixed assets are stated at their original cost, net of Cenvat, less accumulated depreciation. Additions include purchase cost, freight, duties and other expenses wherever incurred for acquisition and installation.

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

D Depreciation

Fixed Assets are valued at cost of acquisition inclusive of any other cost attributable to bringing the same to their working life.

Depreciation on fixed asset is calculated under straight-line method over estimated useful life and in the manner specified in schedule II of the Companies Act, 2013. Depreciation is calculated on pro-rata basis on additions and deletions of fixed assets during the year.

E Impairment of assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognised in a prior accounting period is reversed if there has been a change in the estimate of recoverable amount

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.

Revenue from sale of goods and services rendered is recognized upon passage of title and rendering of services and, unless otherwise stated, is inclusive of applicable taxes & duties.

Interest

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



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.

Provision for Income Tax comprises of current tax and deferred tax charge. Deferred tax is recognized subject to the consideration of Prudence, on 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 periods.

Minimum Alternative Tax (MAT) credit is recognized 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 year in which the 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.

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

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

In the opinion of the Management there is no Impairment of any of the Fixed Assets of the Company in terms of Accounting Standard AS-28 on Impairment of Assets.

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
- (ii) Requirements under paragraphs 46 and 139
- (iii) Requirements under paragraphs 50 to 116 and 117 to 123
- (iv) Requirements under paragraphs 129 to 131

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 on 31st March 2018. 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.



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

The Company has complied with prudential norms as required by NBFC prudential norms (Reserve Bank) Directions, 2015, issued by Reserve Bank of India in respect of assets classification, income recognition, provisions for bad and

P Short Term Borrowings

Short term borrowing as per Balance Sheet Rs.7,32,10,201 (Rupees : Seven crore thirty two lacs ten thousand two hundred one only). Actual utilisation as per Bank Statement is Rs.6,88,69,831 (Rupees : Six crore eighty eight lacs sixty nine thousand eight hundred thirty one only) as on 31st March, 2018. The difference between Balance Sheet amount and physical Bank Account is Rs.43,40,370 (Rupees: Forty three lacs forty thousand three hundred seventy only). This is due to cheques received and cheques issued which are not credited and debited in Bank Account, as per BRS.

Q Contingent Income Tax Liability

The Income Tax Assessing Officer has issued Assessment Orders u/s 143(3) for Assessment Years, 2014-15, where in certain claims of the Company has not been accepted. The Company has taken up the matters with Appeal Commissioner. As per advice received from Tax experts, the Company is confident that the stand of the Assessing Officer will be negated by the Appeal Commissioner. This does not involve any additional Income Tax liability and penalty.

R 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 1,05,48,00,000 (Rupees : One hundred five crores forty eight lacs 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 10,90,00,000 (Rupees : Ten crores ninety lacs 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

S In the opinion of the Board of Directors, the Current Assets, Loans & Advances are approximately of the value stated in accounts, if realised in ordinary course of business, unless otherwise stated. The provision for all known liabilities is adequate and not in excess/short of the amount considered reasonable/necessary.

T Balances of some of the Sundry creditors, Loans and advances incorporated in the books as per balances appearing in the relevant subsidiary records, are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. The management however is of the view that there will be no material discrepancies in this regard.

U The financial statements for the year ended 31st March, 2018 are prepared under revised Schedule VI. Accordingly, the previous year figures have also been reclassified to conform to this year's notifications.

V Contingent provision on Standard assets has been made @0.25% (previous year @0.35%) of total Standard assets as per RBI Guidelines.

W Writing off investments where trading has been suspended for more than one year.

The Company has written off Investments amounting to Rs.2,54,06,853 as the Security are either suspended for trading or delisted by/from the Stock Exchanges for more than one year. Since, there is no market value, these securities are valued at a nominal value of Re.1



2 Share Capital

Share Capital	As at 31st March 2018		As at 31st March 2017	
	Number	Amount (Rs)	Number	Amount (Rs)
Authorised Share Capital :				
Equity Shares of Rs.10 each	47,00,000	4,70,00,000	47,00,000	4,70,00,000
Issued, Subscribed & Paid up :				
Equity Shares of Rs.10 each fully paid	46,92,145	4,69,21,450	46,92,145	4,69,21,450
Total	46,92,145	4,69,21,450	46,92,145	4,69,21,450

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	46,92,145	4,69,21,450
Shares Issued during the year	-	-
Shares outstanding at the end of the year	46,92,145	4,69,21,450

The details of Shareholders holding more than 5% shares :

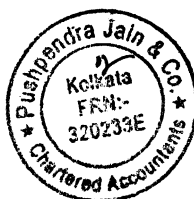
Name of Shareholder	As at 31st March 2018		As at 31st March 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
a. Rajesh Goenka	12,59,645	26.84	11,97,290	25.51
b. Ritu Goenka	11,00,000	23.44	10,52,025	22.42
c. Varsha Goenka	4,70,000	10.02	4,64,400	9.90
d. Neha Goenka	4,00,000	8.52	2,48,600	5.30
Total	32,29,645	68.82	29,62,315	63.13

2(a) Terms in Respect of Equity Shares

Equity shares carrying voting rights at the General Meeting of the Company, and are entitled to dividend and to participate in surplus if any in the event of winding up.

3 Reserve & Surplus

Reserves & Surplus	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
a. General Reserves :		
Balance at the beginning of the year	3,80,37,645	3,80,37,645
Add: Additions during the year	-	-
Balance at the end of the year	3,80,37,645	3,80,37,645
b. Securities Premium Account :		
Balance at the beginning of the year	6,49,80,000	6,49,80,000
Add: Additions during the year	-	-
Balance at the end of the year	6,49,80,000	6,49,80,000
c. Others Reserves (Statutory Reserves R.B.I.) :		
Balance at the beginning of the year	30,95,18,000	30,95,18,000
Add: Transfer from Profit & Loss account	16,31,000	-
Balance at the end of the year	31,11,49,000	30,95,18,000
d. Surplus :		
Balance at the beginning of the year	1,52,98,43,583	1,53,83,51,602
Add: Profit after Tax for the year	81,51,164	(84,28,569)
	1,53,79,94,747	1,52,99,23,033
Less: Transfer to Others Reserves (Statutory Reserves R.B.I.)	16,31,000	-
Less: Transfer to Contingent Provision on Standard Assets	16,377	79,450
Balance at the end of the year	1,53,63,47,370	1,52,98,43,583
Total	1,95,05,14,015	1,94,23,79,228



4 Short Term Borrowings

<u>Short Term Borrowings</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
<u>Secured</u>		
Loans repayable on demand		
From Banks	7,32,10,201	-
(Bank overdraft limit is secured By pledge of own Fixed Deposit of HDFC Bank Ltd. Rs.10,90,00,000)		
(Bank Over draft utilised as per Bank Statement as on 31.03.2018 Rs.6,88,69,831 and the difference of Rs.43,40,370 is due to cheques issued and deposited but not debited or credited by Bank as per BRS)		
Total	7,32,10,201	-

5 Other Current Liabilities

<u>Other Current Liabilities</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
(a) Liabilities for Expenses	74,120	78,085
(b) Mark to Mark -Premium received	9,61,68,213	-
Total	9,62,42,333	78,085

6 Short Term Provisions

<u>Short Term Provisions</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
Provision for - Standard assets	95,827	79,450
Total	95,827	79,450



UNO METALS LIMITED

7 Fixed Assets

Fixed Assets	Gross Block			Accumulated Depreciation			Net Block		
	Balance as at 1st April 2017	Additions/ (Disposals)	Balance as at 31st March 2018	Balance as at 1st April 2017	Depreciation Adjustments	Depreciation for the year	Balance as at 31st March 2018	Balance as at 31st March 2018	Balance as at 1st April 2017
	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)
Tangible Assets									
Airconditioners and Refrigeration	2,62,690	-	2,62,690	1,78,109	-	15,504	1,93,613	69,077	84,581
Bicycle	91,110	-	91,110	60,135	-	5,433	65,568	25,542	30,975
Computers and Printers	11,71,540	-	11,71,540	11,25,994	-	-	11,25,994	45,546	45,546
Furniture and Fixtures	76,79,639	10,28,218	87,07,857	54,10,201	-	8,62,642	62,72,843	24,35,014	22,69,438
Motor Car	12,62,788	-	12,62,788	7,58,536	-	1,57,583	9,16,119	3,46,669	5,04,252
Office Equipments	10,17,130	-	10,17,130	9,36,101	-	20,205	9,56,306	60,824	81,029
Total	1,14,84,897	10,28,218	1,25,13,115	84,69,076	-	10,61,367	95,30,443	29,82,672	30,15,821
Previous year	1,05,52,371	9,32,526	1,14,84,897	73,82,484	-	10,86,592	84,69,076	30,15,821	31,69,887



UNO METALS LIMITED

8 Non-Current Investments

Particulars	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
Other Investments (Refer A below)		
Investment in Equity instruments	88,88,10,510	1,48,81,90,406
Total	88,88,10,510	1,48,81,90,406

Details of Non-Trade

Name of the Body Corporate (1)	No. of Shares / Units		Amount (Rs)	
	2018 (2)	2017 (3)	2018 (4)	2017 (5)
a. Investment in Equity Instruments				
Quoted, fully paid-Long Term Investments				
Face Value				
Amar Remedies Ltd.	10	13,00,000	13,00,000	1,12,50,236
Anenue Supermarts Ltd	10	-	1,356	4,05,444
Cybertech Systems & Software	10	-	3,35,000	2,92,40,755
DQ Entertainment	10	-	37,93,000	10,58,50,314
Effingo Textile & Trading Ltd.	1	20,000	20,000	19,03,738
Genus Power Infrastructures	1	-	34,55,000	17,00,44,698
Gitanjali Gems Ltd.	10	30,75,000	38,25,000	27,55,50,797
Hindusthan Tin Works Ltd.	10	-	2,38,559	1,37,33,732
IL& FS Investment Managers	2	10,000	10,000	1,89,924
Intense Technologies Ltd.	2	6,00,000	2,000	4,23,55,084
Lycos Internet Ltd.	2	1,60,00,000	1,96,50,000	24,15,46,644
Mishka Finance & Trading Ltd.	1	2,45,000	2,45,000	1,22,52,882
Mold-tek Technologies Ltd.	2	4,70,549	7,15,000	2,70,47,559
Pricol Ltd.	1	10,25,000	90,000	8,52,34,264
Rural Electrification	10	-	11,44,000	20,37,54,676
Subex Ltd.	10	2,56,02,000	1,72,52,000	26,81,61,171
Sulabh Engineers & Services	1	1,26,000	60,000	21,40,252
Uttam Values Steels Ltd.	1	1,00,000	3,28,50,000	73,010
Total			88,88,10,510	1,48,81,90,406
Aggregate amounts of Quoted Investments			88,88,10,510	1,48,81,90,406
Market Value of Quoted Investments			45,78,40,726	1,15,08,20,749
Aggregate amounts of Unquoted Investments			-	-

Notes:

Investments in Shares, which are suspended for trading by the Stock Exchanges or which are delisted for more than one year. Since, there is no market value of such shares, these are valued at a nominal value of Re.1.



9 Long Term Loans and Advances

<u>Long Term Loans & Advances</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
(Unsecured, considered good)		
Others		
Advance Payment of Taxes (Net)	36,61,516	95,87,582
Total	36,61,516	95,87,582

10 Deferred tax Assets (Net)

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 :

Deferred tax asset	Deferred tax assets/ (liabilities) as at 1st April 2017	Current year reversal/ (charge)	Deferred tax assets/ (liabilities) as at 31st March 2018
Deferred tax asset			
Difference between book and tax depreciation	9,41,904	(33,307)	9,08,597
Deferred Tax Liabilities			
Difference between book and tax depreciation	-	-	-
Net deferred tax asset	9,41,904	(33,307)	9,08,597

11 Cash and Bank Balances

<u>Cash and Bank Balances</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
Balances with Banks	32,28,602	5,84,80,613
Fixed Deposits with banks	1,16,38,00,000	40,00,00,000
Cash on hand	19,773	7,40,541
Total	1,16,70,48,375	45,92,21,154

12 Short Term Loans and Advances

<u>Short Term Loans & Advances</u>	As at 31st March 2018	As at 31st March 2017
	Amount (Rs)	Amount (Rs)
(Unsecured, considered good)		
Loan to		
- Bodies Corporate	3,52,40,000	2,27,00,000
Interest Receivable	30,90,914	-
Accrued Interest on Fixed Deposit	82,98,211	19,44,061
Advance Against Expenses	-	1,95,770
Advance Payment of Taxes (Net)	5,69,43,031	36,61,515
Total	10,35,72,156	2,85,01,346



13 Revenue from Operations

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
Sale of products		
Future & Option Derivatives Trading A/c.	32,26,72,873	(8,05,36,455)
Loss on Sales of Investments	(35,54,17,083)	3,25,98,661
Capital Gain from Mutual Fund	67,330	2,76,406
Total	(3,26,76,880)	(4,76,61,388)

14 Other Income

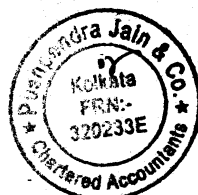
Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
Interest Received -Fixed Deposit (On Fixed Deposit TDS Rs.66,06,779 Previous year was Rs.36,47,914)	6,60,67,790	3,64,79,145
Interest Received -Loans & Others (TDS Rs.7,96,252 Previous year was Rs.13,601)	79,67,444	1,39,298
Interest Received -Income Tax	14,67,356	6,60,690
	7,55,02,590	3,72,79,133
Dividend from non-current investments	51,72,084	1,84,77,085
Total	8,06,74,674	5,57,56,218

15 Employee Benefits Expense

<u>Employee Benefits Expense</u>	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
(a) Directors' Remuneration	12,00,000	12,00,000
(b) Salaries, bonus and Others	38,03,600	27,91,000
(c) National Pension Systems	3,51,360	2,40,000
(d) Staff Welfare Expenses	6,42,725	7,16,692
Total	59,97,685	49,47,692

16 Finance Costs

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
Interest Paid on Bank Over Draft- HDFC Bank Ltd.	25,27,152	31,84,918
Total	25,27,152	31,84,918



UNO METALS LIMITED

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17 Depreciation and Amortization Expenses

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
Depreciation on Fixed Assets	10,61,367	10,86,592
Total	10,61,367	10,86,592

18 Other Expenses

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
Advertisement Charges	1,06,237	71,279
Auditor's Remuneration	92,940	90,308
Bank Charges	1,969	2,131
Books & Periodicals	1,11,517	1,47,800
Business Promotion Expenses	-	3,47,000
Consultancy Charges	1,99,544	1,20,244
Conveyance Expenses	3,21,288	3,26,419
Demat Charges	4,928	7,159
Donation Paid	4,80,000	26,00,000
Fees & Subscription	94,479	65,930
Filing Fees	27,600	20,400
General Charges	1,03,521	1,18,847
Insurance Charges	21,293	26,000
Interest Paid -Professional Tax	-	6
Interest Paid -Income Tax	94,410	-
Listing Fees	28,750	28,625
Office Maintenance Expenses	2,28,286	7,36,542
Postage and Telegram	6,12,837	3,65,883
Printing and stationery	79,582	5,83,932
Professional Service Fees	5,17,330	23,895
Rates and Taxes	17,150	16,900
Rent Paid	5,28,000	5,28,000
Repairs & Maintenance Charges	80,623	4,89,602
Security Charges	3,15,743	-
Telephone Expenses	48,111	52,231
Travelling Expenses	11,94,048	1,59,862
Vehicle Up-keep Expenses	1,07,753	1,65,014
Delisted Shares Written off	2,54,06,853	-
Total	3,08,24,792	70,94,009



Payment to the Auditor

Payments to the auditor as	For the year ended 31st March 2018	For the year ended 31st March 2017
	Amount (Rs)	Amount (Rs)
a. Auditor		
Statutory Audit Fees	63,720	59,800
Tax Audit Fees	13,600	10,000
Internal Audit Fees	5,000	5,000
b. Certification Charges	10,620	15,508
Total	92,940	90,308

19 Earning per share (EPS)

Particulars		For the year ended 31st March 2018	For the year ended 31st March 2017
Profit after Tax	Rs.	81,51,164	(84,28,569)
Weighted average number of equity shares outstanding during the year	Nos.	46,92,145	46,92,145
Nominal value of equity per share	Rs.	10	10
Basic/diluted earning per share (EPS)	Rs.	1.74	(1.80)

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

None

b Key Management Personnel

(a) Mr. Rajesh Goenka	(Director)
(b) Mr. Raj Kishore Jalan	(Director)
(c) Mr. Kishan Lal Jalan	(Director)
(d) Mrs.Ritu Goenka	(Whole time Director)
(e) Mrs.Shakuntala Jalan	(Director)
(f) Miss.Neha Goenka	(Chief Financial Officer)
(g) Mrs.Bratati Bhattacharya	(Company Secretary)

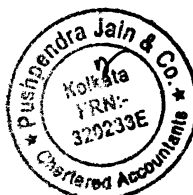
c Relatives of Key Management Personnel

(a) Ashok Kumar Goenka & Others (HUF)

d Transaction with related parties during the year

Amount in Rs

Nature of Transactions	Joint Venture Concern/ WOS	Key Management Personnel	Relatives of Key Management Personnel	Enterprise owned or significantly influenced by Key Management Personnel and their relatives
Salary paid	-	27,60,000	-	-
Rent Paid	-	-	5,28,000	-



21 CRAR

Items	Current Year		Previous Year
i) CRAR (%)	214.65%		131.32%
ii) CRAR - Tier I Capital (%)	214.65%		131.32%
ii) CRAR - Tier II Capital (%)	-		-

22 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)	NIL		NIL
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) Exposure would also include non-fund based NFB limits;	NIL		NIL
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

23 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	0	0	0	0	0	0	0.00
Investments	0	0	0	0	0	0	0	88.88	88.88
Borrowings from Banks	0	0	0	0	0	0	0	0	0.00
Market Borrowings	0	0	0	0	0	0	0	0	0.00



- 24 Information as required in term of Paragraph 13 of Non-Banking Financial (Non Deposit Accepting or Non Systematically Important Holding) Companies prudential Norms (Reserve Bank) Direction, 2015 is enclosed as Annexure -A.
- 25 In the opinion of the Board of Directors, the Current Assets, Loans & Advances are approximately of the value stated in accounts, if realised in ordinary course of business, unless otherwise stated. The provision for all known liabilities is adequate and not in excess/short of the amount considered reasonable/necessary.
- 26 No provision has been made in diminution of Rs.4309.70 lacs in value of long term quoted Investment in Equity Instruments, as in the opinion of the Management the same are not permanent in nature.
- 27 Balances of some of the Sundry creditors, Loans and advances incorporated in the books as per balances appearing in the relevant subsidiary records, are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. The management however is of the view that there will be no material discrepancies in this regard.
- 28 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.
- 29 Figures have been rounded off to nearest rupee.

As per our report of even date attached

For **PUSHPENDRA JAIN & CO.**

Chartered Accountants

Firm Registration No. 320233E

P. K. Jain

CA P K JAIN

Proprietor

Membership No. 055400

Place : Kolkata

Date : 29th day of May, 2018



For and on behalf of Board of Directors

Ritu Goenka

Ritu Goenka

Whole-time-Director

(DIN:00221995)

Rajesh Goenka

Rajesh Goenka

Director

(DIN:00157319)

Raj Kishore Jalan

Raj Kishore Jalan

Director

(DIN:00221860)

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 Non Systematically Important Holding)
Companies Prudential Norms (Reserve Bank) Directions, 2015]

(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)	732.10	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		383.31
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.....

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	8,888.10
(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	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of Mutual Funds	NIL
(iv) Government Securities	NIL
(v) Others (Please specify)	NIL

Total

8,888.10

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

Please see Note 2 below

Category

Amount net of provisions

SecuredUnsecuredTotal

1. Related Parties **

(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-

2. Other than related parties

-	382.35	382.35
---	--------	--------

Total

-	382.35	382.35
---	--------	--------

Contd.....

UNO METALS LIMITED**NOTES FORMING PART OF THE ACCOUNTS AS ON 31ST MARCH, 2018****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	NIL	NIL
(c) Other related parties	NIL	NIL
2. Other than related parties	4,578.41	8,888.10
Total	4,578.41	8,888.10

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, 2015.
- 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 : 29th day of May, 2018

Ritu Goenka
Ritu Goenka
Director

Rajesh Goenka
Rajesh Goenka
Director

Raj Kishore Jalan
Raj Kishore Jalan
Director

UNO METALS LTD

CIN: L27209WB1984PLC038126

Registered Office: 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata – 700 029

Email: unometals100@gmail.com, Phone: 033 2419 7542

Website: www.investingjoy.com

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NOTICE TO MEMBERS

NOTICE is hereby given that the 34th Annual General Meeting of the Members of UNO METALS LTD will be held at the registered office of the Company at 1st Floor, 37A, Dr. Meghnad Saha Sarani, Kolkata - 700 029 on Saturday, 15th September, 2018 at 12.30 Noon to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors' Report thereon.
2. To appoint a Director in place of Mrs. Ritu Goenka (DIN: 00221995), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint M/s Pushpendra Jain & Co., Chartered Accountant (Firm Registration No. 320233E), as Statutory Auditors of the Company and to 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 Pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Pushpendra Jain & Co., Chartered Accountant (Firm Registration No. 320233E) be and are hereby appointed as Statutory Auditor of the Company to hold office from the conclusion of the this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held in the year 2019 at such remuneration to 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 an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013, or rules made there under, consent of the members of the Company be and is hereby granted to the Board of Directors to contribute, donate, subscribe or otherwise provide assistance from time to time, in a financial year, to bona fide charitable and other funds, any amounts the aggregate of which, may exceed five per cent of the Company's average net profit as determined in accordance with the provisions of Section 198 of the Companies Act, 2013 during the three immediately preceding Financial Years, subject to a limit of Rs.10 Crores in a financial year."

"RESOLVED FURTHER THAT the Board of Directors (which shall include any Committee which the Board may constitute, or any Director/Officer authorized by the Board for this purpose), be and are hereby severally authorized to settle all matters arising out of and incidental to making contributions to charitable or other funds as mentioned above and do all such acts, deeds and things as may, in its absolute discretion, deem necessary to give effect to this Resolution."

NOTES :

1. An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business as set out at item No. 4 of the AGM Notice, to be transacted at the Meeting is annexed hereto.

2. 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 instrument appointing a Proxy, in order to be effective, must be received at the Company's Registered Office, duly completed and signed, not less than 48 hours before the commencement of Meeting.

A person can act as Proxy on behalf of Members not exceeding 50 (fifty) and holding in aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. However, a Member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person / Shareholder. The holder of proxy shall prove his identity at the time of attendance the meeting.

3. Attendance slip, proxy form and the route map of the venue of the meeting are annexed hereto.
4. Corporate Members intending to send their authorized representative(s) to attend and vote at the Meeting pursuant to Section 113 of Companies Act, 2013 are requested to send the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative (s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.
6. In terms of the provisions of Section 152 of the Act, Mrs. Ritu Goenka, Director retire by rotation at the Meeting. Nomination and Remuneration Committee and Board of Directors of the Company recommend their re-appointment.
7. Mr. Rajesh Goenka is interested in the Ordinary Resolutions set out at item No. 2. Mrs. Ritu Goenka, Director, being wife of Mr. Rajesh Goenka may be deemed to be interested in the resolution set out at item No. 2 of the Notice. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under item Nos. 1 to 4 of the Notice. Ms Neha Goenka is the daughter of Mrs Ritu Goenka.
8. Details of Director retiring by rotation / seeking re-appointment at the ensuing meeting are provided in the "Annexure" to the Notice.
9. Members / Proxies / Authorised Representatives are requested to bring to the meeting necessary details of their shareholding, attendance slip(s) together with copies of the Annual Report. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the Meeting.
10. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by the members at the Meeting.

11. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants ("DPS") with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to intimate any change in their address or bank mandates to the Company / Company's Registrar and Transfer Agents i.e. Niche Technologies Pvt Ltd

- UNO METALS LTD**
12. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
 13. Members holding shares in physical mode:
 - a) are required to submit their permanent Account Number (PAN) and bank Account details to the Company/RTA, if not registered with the Company as mandated by SEBI.
 - b) are advised to register the nomination in respect of their shareholding in the Company. Nomination Form can be obtained from Company.
 - c) **are requested to register / update their e-mail address with the Company / RTA for receiving all communications from the Company electronically.**
 14. Members holding shares in electronic mode:
 - a) are requested to submit their permanent Account Number (PAN) and bank Account details to their respective DP's with whom they are maintaining their demat accounts.
 - b) are advised to contact their respective DP's for registering the nomination.
 - c) **are requested to register / update their e-mail address with their respective DP's for receiving all communications from the Company electronically.**
 15. **Non – Resident Indian members** are requested to inform RTA/respective DP's, immediately of;
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, if not furnished earlier.
 16. The Company's Register of Members and Share Transfer Books will remain closed from Monday, 10th September, 2018 to Saturday, 15th September, 2018 (Both days inclusive).
 17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Company's Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

18. VOTING THROUGH ELECTRONIC MEANS

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

III. The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting period commences on Wednesday, 12th September, 2018 (10:00 am) and ends on Friday, 14th September, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of i.e. 8th September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and then 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e- voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "UNO METALS LTD" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL".

- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders & Custodians :

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

(xix) or contact them at 1800 200 5533.

- (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I-Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

19. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficial owners position list provided by the depositories as at closing hours of business, on 27th July, 2018.
20. The shareholders shall have one vote-per equity share held by them as on the cut-off date i.e. 8th September, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
21. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 8th September, 2018. are requested to send the written / email communication to the Company at unometals100@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

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22. Shri Sahadeb Rath, Practising Company Secretary (C.P. No. 3452) has been appointed as the Scrutinizer to scrutinize the remote e-voting process & voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
23. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.investingjoy.com and on the website of CDSL. The same will be communicated to the CSE.

Registered Office:

1st, Floor, 37A, Dr.Meghnad Saha Sarani

Kolkata – 700 029

Phone : 033 2419 7542

Email : unometals100@gmail.com

Date: 29th day of May, 2018

By Order of the Board



Rajesh Goenka
Chairman
(DIN:00157319)

UNO METALS LTD

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ANNEXURE TO THE NOTICE:

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013.

Item No. 4

In order to support the charitable activities, it is proposed to make donation to charitable and other funds not exceeding an amount of Rs.10 Crores which exceeds the limit of 5% of average net profits for the three immediately preceding financial years:

As per provisions of Section 181 of the Companies Act, 2013, prior permission of members of the Company in general meeting shall be required in case any amount the aggregate of which, in any financial year exceed 5% of it's average net profits for the three immediately preceding financial years.

To comply with the provisions of section 181 of the Companies Act 2013, the approval of the Members is being sought for authorizing the Board of Directors of the Company to make contributions to bona fide charitable and other funds, in a financial year, exceeding five percent of the Company's average net profits during the three immediately preceding financial years subject to a limit of Rs. 10 crores.

The Board recommends the above resolution for your approval.

None of the Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution.

Registered Office:

1st, Floor, 37A, Dr.Meghnad Saha Sarani

Kolkata – 700 029

Phone : 033 2419 7542

Email : unometals100@gmail.com

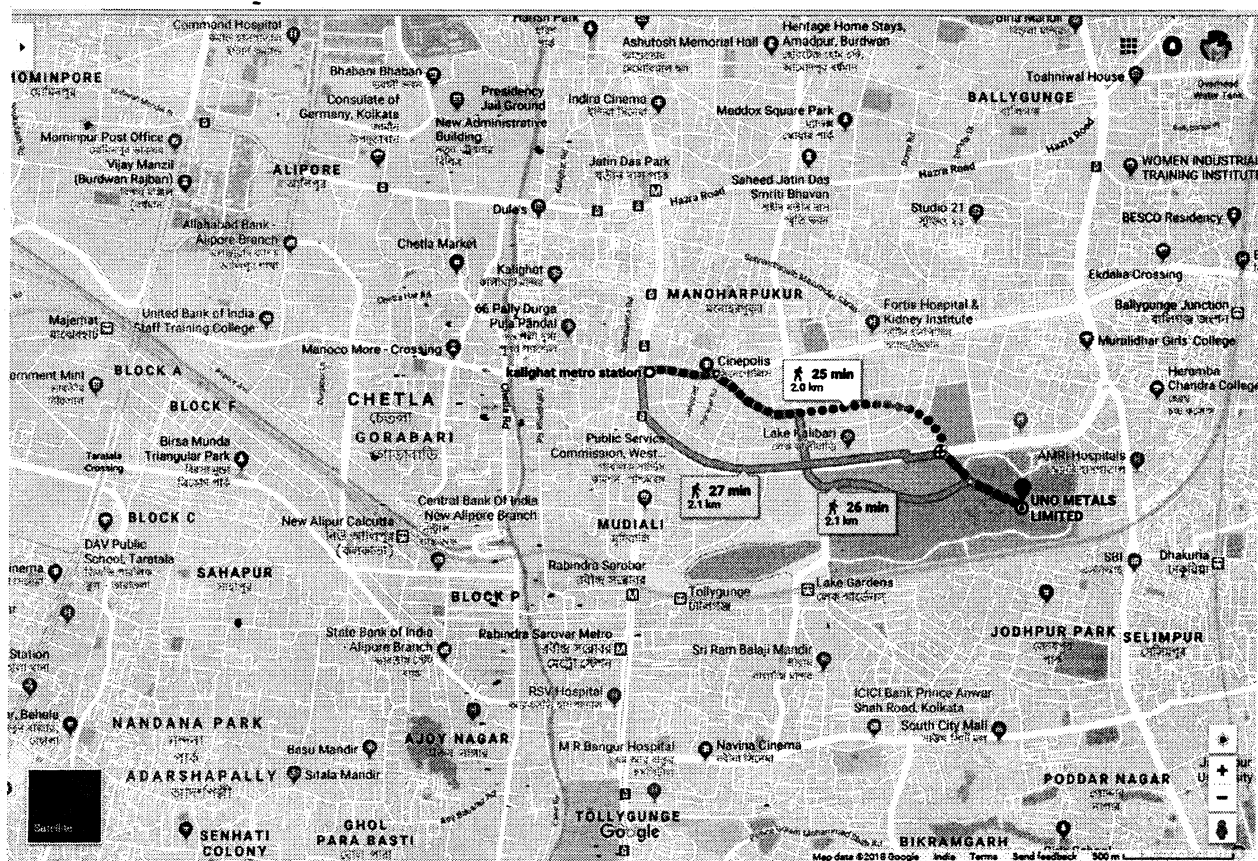
Date: 29th day of May, 2018

By Order of the Board



Rajesh Goenka
Chairman
(DIN:00157319)

ROUTE MAP



UNO METALS LTD

CIN: L27209WB1984PLC038126

Registered Office: 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata - 700029

Website: www.investingjoy.com, Email: unometals100@gmail.com Phone: 033-2419 7542, Fax: 033 2464 6390

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL
 Joint shareholders may obtain additional slip at the venue of the Meeting

DP Id*: Folio No.:
 Client Id: No. of Shares:

NAME AND ADDRESS OF THE SHAREHOLDER:

I/We hereby record my/our presence at the 34th Annual General Meeting of the Company held at its Registered office at 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata - 700029 at 12.30 Noon on Saturday, 15th September, 2018.

*Applicable for investors holding shares in electronic form.

Signature of shareholder / Proxy

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

UNO METALS LTD

CIN: L27209WB1984PLC038126

Registered Office: 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata - 700029

Website: www.investingjoy.com, Email: unometals@gmail.com, Phone: 033 2419 7542, Fax: 033 2464 6390

Name of the member(s): e-mail Id:

Registered address: Folio No. / *Client Id:

*DP Id:

I/ We being the member(s) of shares of UNO METALS LTD, hereby appoint:

- 1) of having e-mail id or failing him
- 2) of having e-mail id or failing him
- 3) of having e-mail id or failing him

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the thirty-fourth Annual General Meeting of the members of the Company to be held on Saturday, 15th September, 2018 at 12.30 Noon at its registered office at 1st floor 37A Dr Meghnad Saha Sarani, Kolkata - 700029 and at any adjournment thereof in respect of such resolutions as are indicated below:

*Applicable for investors holding shares in electronic form.

P. T. O.

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Resolution No.	Description	Optional	
		For*	Against*
1.	Ordinary Resolution for Adoption of Annual Accounts and Reports thereon for the financial year ended 31 st March, 2018		
2.	Ordinary Resolution for Re-appointment of Mrs. Ritu Goenka as director.		
3.	Ordinary Resolution for Appointment of M/s. Pushpendra Jain & Co. as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31 st March, 2019.		
4.	Ordinary Resolution for Authorization for making donation to bona fide charitable and others fund		

Signed thisday of2018
 Signature of the Shareholder(s) Signature of Proxy(s)

Affix
Revenue
Stamp

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. This form of Proxy, to be effective, should be deposited at the Registered Office of the company at 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata - 700029 not later than 48 before the commencement of the Meeting.

UNO METALS LTD

CIN: L27209WB1984PLC038126

Registered Office: 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata-700 029

Email: unometals100@gmail.com, Phone: 033 2419 7542Website: www.investingjoy.com**ANNEXURE TO THE NOTICE DATED 29TH MAY, 2018 OF THE 34th ANNUAL GENERAL MEETING TO BE HELD ON 15TH SEPTEMBER, 2018**

1. Name and Registered
Address of the Sole/First
named Shareholder

2. Name of the Joint
Shareholder(s), if any

3. Registered Folio No./
DP ID & Client ID *

4. Number of Share(s) held

Dear Shareholder,

Subject: Process and manner for availing E-voting facility

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 34th Annual General Meeting to be held on Saturday 15th September, 2018 at 12:30 Noon at Registered Office - 1st Floor, 37A, Dr Meghnad Saha Sarani, Kolkata-700 029.

The company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link e-voting website www.evotingindia.com :

The Electronic Voting Particulars are set out below:

EVSN (E-Voting Sequence Number)	USER ID	PAN / SEQUENCE NUMBER


The E-Voting facility will be available during the following voting period:

Remote E-Voting Start On	Remote e-Voting End On
Wednesday 12 th September, 2018 from 10:00 A.M. (IST)	Friday 14 th September, 2018 till 05:00 P.M. (IST)

Please read the instructions given in the Note of the 34th Annual General Meeting carefully before voting electronically.

These details and instructions form integral part of the Notice dated 29th May, 2018 for the 34th Annual General Meeting to be held on 15th September, 2018.

By Order of the Board of Directors
For Uno Metals Ltd


Rajesh Goenka
Chairman

DIN: 00157319

Date : 29th May, 2018

Place: Kolkata

Encl.: AGM Notice/Attendance Slip/ Proxy Form/Annual Report