

UO // **UNIQUE ORGANICS LIMITED**

CIN: L24119RJ1993PLC007148

Reg. Office: E-521, Sitapura Industrial Area, Near Sanganer, Tonk Road, Jaipur-22 (Raj)

Phone: +91-141-2521804, Fax: +91-141-2523653

E-mail: compliance@uniqueorganics.com; Website: www.uniqueorganics.com

PART I

(` in Lacs)

Statement of Standalone Unaudited/ Audited Results for the 4th Quarter and Year Ended on 31.03.2016

	Particulars (Refer Notes Below)	3 months ended (31.03.2016) (Audited)	Preceding 3 months ended (31.12.2015) (Un-Audited)	Corresponding 3 months ended in the previous year (31.03.2015) (Audited)	Current year ended 31.03.2016 (Audited)	Previous year ended 31.03.2015 (Audited)
1	Income from operations					
	(a) Net sales/ income from operations (Net of excise duty)	1,737.39	1,573.95	3,676.51	12,228.30	19,395.35
	(b) Other operating income	60.26	47.58	14.88	213.04	150.41
	Total income from operations (net)	1,797.65	1,621.53	3,691.39	12,441.34	19,545.76
2	Expenses					
	(a) Cost of materials consumed	4.42	3.29	2.72	13.54	14.03
	(b) Purchases of stock-in-trade	1,619.33	1,442.66	3,510.89	11,175.98	17,352.23
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(50.74)	(32.81)	(189.61)	(7.16)	(39.67)
	(d) Employee benefits expense	25.54	21.38	22.85	88.55	86.26
	(e) Depreciation and amortisation expense	3.30	3.67	2.62	14.10	13.34
	(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	66.00	32.08	67.06	182.04	309.65
	(f-1) Clearing & Forwarding Expenses	126.84	157.75	231.38	763.42	1,611.66
	Total expenses	1,794.69	1,628.02	3,647.91	12,230.47	19,347.50
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	2.96	(6.49)	43.48	210.87	198.26
4	Other income	21.29	8.94	32.05	76.42	170.22
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	24.25	2.45	75.53	287.29	368.48
6	Finance costs	29.40	22.59	37.52	150.58	162.00
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(5.15)	(20.14)	38.01	136.71	206.48
8	Exceptional items	-	-	-	-	-

For Unique Organics Limited

J. P. Kanodia
(Managing Director)

27/5/16

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9	Profit / (Loss) from ordinary activities before tax (7 + 8)	(5.15)	(20.14)	38.01	136.71	206.48
10	Tax expense	(12.21)	-	10.48	42.56	66.28
11	Net Profit / (Loss) from ordinary activities after tax (9 ± 10)	7.06	(20.14)	27.53	94.15	140.20
12	Extraordinary items (Net of tax expenses)	-	-	-	-	-
13	Net Profit / (Loss) for the period (11 ± 12)	7.06	(20.14)	27.53	94.15	140.20
14	Share of profit / (loss) of associates*	-	-	-	-	-
15	Minority interest *	-	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 ± 14 ± 15) *	7.06	(20.14)	27.53	94.15	140.20
17	Paid-up equity share capital (Face value Rs. 10/- share)	595.30	595.30	595.30	595.30	595.30
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	574.69	574.69	514.95	574.69	514.95
19.i	Earnings per share (before extraordinary items) (of ` F.V. 10/- each) (not annualised):					
	(a) Basic	0.12	(0.34)	0.46	1.58	2.36
	(b) Diluted					
19.ii	Earnings per share (after extraordinary items) (of ` F.V. 10/- each) (not annualised):					
	(a) Basic	0.12	(0.34)	0.46	1.58	2.36
	(b) Diluted					

NOTES:

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 25.05.2016.
- The figures for the quarter ended 31st March, 2016 and 31st March, 2015 are the balancing figures between audited figures in respect of the full financial year and the unaudited published year to date figures up to the 3rd quarter ended 31st December, 2015 and 31st December, 2014 respectively.
- The figures of the previous year/quarter have been regrouped/reclassified wherever necessary.
- The Statutory Auditors of the Company have expressed an unmodified opinion on the Audited Financial Statements for the F.Y. ended 31.03.2016.

For Unique Organics Limited

For Unique Organics Limited

J. P. Kanodia
(Managing Director) J. P. Kanodia
Managing Director
DIN: 00207554

Place: Jaipur
Date: 25.05.2016

Statement of Assets and Liabilities

(` in Lacs)

	Standalone Statement of Assets and Liabilities Particulars	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	595.30	595.30
	(b) Reserves and surplus	668.84	574.69
	(c) Money received against share warrants	-	-
	(d) Share Forfeited A/c	1.54	1.54
	Sub-total - Shareholders' funds	1,265.68	1,171.53
2	Share application money pending allotment	-	-
3	Minority interest *	-	-
4	Non-current liabilities		
	(a) Long-term borrowings	-	-
	(b) Deferred tax liabilities (net)	22.02	26.96
	(c) Other long-term liabilities	-	-
	(d) Long-term provisions	3.18	2.43
	Sub-total - Non-current liabilities	25.20	29.39
5	Current liabilities		
	(a) Short-term borrowings	1,214.25	1,224.34
	(b) Trade payables	212.90	445.06
	(c) Other current liabilities	125.72	87.74
	(d) Short-term provisions	48.58	142.23
	Sub-total - Current liabilities	1,601.45	1,899.37
	TOTAL - EQUITY AND LIABILITIES	2,892.33	3,100.29
B	ASSETS		
1	Non-current assets		
	(a) Fixed assets	161.79	165.06
	(b) Goodwill on consolidation *	-	-
	(c) Non-current investments	-	-
	(d) Deferred tax assets (net)	-	-
	(e) Long-term loans and advances	1.66	1.28
	(f) Other non-current assets	-	-
	Sub-total - Non-current assets	163.45	166.34
2	Current assets		
	(a) Current investments	-	-
	(b) Inventories	286.63	279.47
	(c) Trade receivables	2,184.66	2,263.82
	(d) Cash and cash equivalents	35.50	134.12
	(e) Short-term loans and advances	71.71	90.56
	(f) Other current assets	150.38	165.98
	Sub-total - Current assets	2,728.88	2,933.95
	TOTAL- ASSETS	2,892.33	3,100.29

For Unique Organics Limited

Date: 25.05.2016

Place: Jaipur

For Unique Organics Limited

J. P. Kanodia
(Managing Director)






J. P. Kanodia
Managing Director
DIN: 00207554

(Handwritten signature)

(Handwritten signature and date: 25/5/16)

FORM A

(for audit report with unmodified opinion)

1.	Name of the company	UNIQUE ORGANICS LIMITED
2.	Annual financial statements for the year ended	31 st March, 2016
3.	Type of Audit observation	Un Modified
4.	Frequency of observation	N.A.
5.	signed by-	
	<ul style="list-style-type: none"> Managing Director 	<p>For Unique Organics Limited</p>  <p>J. P. Kanodia (Managing Director) 25/05/16</p>
	<ul style="list-style-type: none"> CFO 	<p>For Unique Organics Limited</p>  <p>Harish Panwar Chief Financial Officer (CFO)</p>
	<ul style="list-style-type: none"> Auditor of the company 	 <p>25/05/16</p> 
	<ul style="list-style-type: none"> Audit Committee Chairman 	

A. K. MEHARIA & ASSOCIATES
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS

Report on the Financial Statements

We have audited the accompanying financial statements of **UNIQUE ORGANICS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, 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 Financial Statements

The Company's Board of Directors is responsible for the matters stated in Sec 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that 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.



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Chartered Accountants

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We conducted our audit in accordance with the Standards on Auditing 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 auditor's judgment, 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 true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the 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 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:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2016;
- (b) in the case of the statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



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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 Companies Act, 2013, we give in the Annexure 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 and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
 - (c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of account and with the returns received from branches not visited by us;
 - (d) in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in Section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) on the basis of written representations received from the directors as on 31st March 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and




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(g) with respect to the other matters 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 explanation given to us:

- i) The Company has disclosed the impact of pending litigations on its financial positions in its financial statements, if any.
- ii) The Company has made provisions, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **A.K. Meharia & Associates**
Chartered Accountants
Firm's Registration No.324666E


(**A. K. Meharia**)

Partner

Membership Number: 053918

Place:
Dated: 25th May 2016



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ANNEXURE 'A' TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 of our report of even date)

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
- b) Fixed assets have been physically verified by the Management at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii) The inventory has been physically verified at reasonable interval by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of accounts.
- iii) The company has not granted loans, secured or unsecured, to Companies, firms, LLPs or other parties, covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, provisions of clause (iii) (a) (b) and (c) of paragraph 3 of the said order are not applicable.
- iv) In our opinion and 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, investments, guarantee and security made, where ever applicable.
- v) The Company has not accepted any deposit from the public as stipulated under the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under and the directives issued by the Reserve Bank of India.



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- vi) We have broadly reviewed the books of account maintained by the Company, pursuant to the Companies (Cost Records and audit) Rules, 2014 prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and cost records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate and complete.
- vii) a) In our opinion and according to the information and explanations given to us, Company is generally been regular in depositing with appropriate authorities undisputed statutory dues, as required under this clause and applicable to the Company during the year. There is no undisputed amount payable in respect of aforesaid statutory dues, outstanding for more than six months from the date they become payable as on 31st March, 2016.
- b) According to the information and explanations given to us, there are no statutory dues in respect of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax have not been deposited with the appropriate authorities on account of any dispute.
- viii) Based on our audit procedure and on the basis of information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks or government. The Company has not issued any debentures.
- ix) To the best of our knowledge and belief and according to the information and explanations given to us, the company has not raised money by way of initial public offer or further public offer and has not taken any term loan. Other loans from bank were applied for the purpose for which these were obtained.
- x) In our opinion and according to information and explanations given to us, no fraud by the company or on the Company by its officers/ employee has been noticed or reported during the course of our audit.
- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in



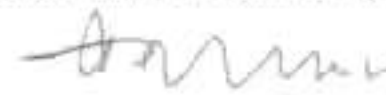
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accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For A.K. Meharia & Associates
Chartered Accountants



(A. K. Meharia)

Partner

Membership No.53918

Firm Reg. No. 324666E

Place:

Dated: 25th May, 2016



ANNEXURE 'B' TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **Unique Organics Limited** ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone 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 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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



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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 auditor's judgment, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



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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, 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 2016, 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.

For **A.K. Meharia & Associates**
Chartered Accountants
Firm's Registration No.324666E



(A. K. Meharia)
Partner
Membership Number: 053918

Place: 
Dated: 25th May, 2016

