



# Uniphos Enterprises Limited

CIN: L24219GJ1969PLC001588

13<sup>th</sup> August, 2024

The Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001 <b>SCRIP CODE - 500429</b>	Listing Department National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (East) MUMBAI 400 051 <b>SYMBOL: UNIENTER</b>
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Sir/Madam,

- SUB.: (1) UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2024.**  
**(2) APPOINTMENT OF MR. SURESH BALASUBRAMANIAM, MR. PRASAD VASUDEV PARANJAPE AND MRS. MEENA DEEPAK VED AS ADDITIONAL DIRECTORS (NON-EXECUTIVE INDEPENDENT DIRECTORS).**

(1) We wish to inform you that at the meeting of the Board of Directors ("Board") of the Company held today i.e., on Tuesday, 13<sup>th</sup> August, 2024, the Board has considered and approved the unaudited Financial Results of the Company for the quarter ended 30<sup>th</sup> June, 2024. The said unaudited Financial Results were reviewed by the Audit Committee and thereafter approved by the Board.

M/s. B S R & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company have carried out a "Limited Review" of the unaudited Financial Results for the quarter ended 30<sup>th</sup> June, 2024.

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the unaudited Financial Results for the quarter ended 30<sup>th</sup> June, 2024 along with Limited Review Report issued by M/s. B S R & Co. LLP, Chartered Accountants, Statutory Auditors of the Company.

(2) Further, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors ("Board") at its meeting held on 13<sup>th</sup> August, 2024 has appointed Mr. Suresh Balasubramaniam (DIN: 00424602), Mr. Prasad Vasudev Paranjape (DIN: 00242305) and Mrs. Meena Deepak Ved (DIN: 07706272) as Additional Directors (Non-Executive Independent Directors) on the Board of the Company, not liable to retire by rotation, effective 13<sup>th</sup> August, 2024 for the first term of appointment as Independent Directors for a period of 5 (five) consecutive years effective 13<sup>th</sup> August, 2024, subject to approval of the members at the ensuing Annual General Meeting. Mr. Suresh Balasubramaniam, Mr. Prasad Vasudev Paranjape and Mrs. Meena Deepak Ved are not related to any member of the Board and are not debarred from holding the office of Director pursuant to any order of SEBI or any such other authority.

Brief profile and requisite disclosures with regard to the appointment of the aforesaid Additional Directors (Non-Executive Independent Directors) of the Company in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoDi/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are enclosed as **Annexure A**.

The Board Meeting commenced at 3.00 p.m. and concluded at 4.25 p.m.

May we request you to take the same on your record.

Thanking you,

Yours faithfully,  
for **UNIPHOS ENTERPRISES LIMITED**

  
**K. M. THACKER**  
Company Secretary and  
Compliance Officer  
(ICSI Membership No. ACS-6843)



Encl.: As above

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# BSR & Co. LLP

Chartered Accountants

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Nesco IT Park 4, Nesco Center  
Western Express Highway  
Goregaon (East), Mumbai – 400 063, India  
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## Limited Review Report on unaudited financial results of Uniphos Enterprises Limited for the quarter ended 30 June 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

### To the Board of Directors of Uniphos Enterprises Limited

1. We have reviewed the accompanying Statement of unaudited financial results of Uniphos Enterprises Limited (hereinafter referred to as "the Company") for the quarter ended 30 June 2024 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by its Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Attention is drawn to the fact that the figures for the three months ended 31 March 2024 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it



B S R & Co. LLP

**Limited Review Report (Continued)**  
**Uniphos Enterprises Limited**

contains any material misstatement.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

  
**Tarun Kinger**  
*Partner*

Membership No.: 105003

UDIN:24105003BKFBON1600

Mumbai

13 August 2024

**Uniphos Enterprises Limited**

CIN : L24219GJ1969PLC001588

Regd. Off : 11, G. I. D. C., Vapi, Dist.Valsad - 396195, Gujarat.

Statement of unaudited financial results for the quarter ended 30 June 2024					(INR Lakhs)
Particulars	Quarter ended			Year ended	
	30 June 2024 (Unaudited)	31 March 2024 (Unaudited) Refer Note 3	30 June 2023 (Unaudited)	31 March 2024 (Audited)	
1 Revenue from operations	302.57	5,064.79	-	5,064.79	
2 Other Income	79.32	64.50	90.82	4,286.62	
3 Total Income	381.89	5,129.29	90.82	9,351.41	
4 Expenses					
(a) Cost of materials consumed	-	-	-	-	
(b) Purchase of stock-in-trade	299.57	5,054.52	-	5,054.52	
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	
(d) Employee benefits expense	29.93	29.93	29.96	119.84	
(e) Legal and professional fees	10.67	28.48	11.82	56.83	
(f) Finance costs	-	-	-	-	
(g) Depreciation and amortisation expenses	18.87	20.81	20.81	83.25	
(h) Other expenses	37.57	37.69	36.66	142.62	
Total expenses	396.61	5,171.43	99.25	5,457.06	
5 (Loss)/Profit from operations before tax (3-4)	(14.72)	(42.14)	(8.43)	3,894.35	
6 Tax expense					
(a) Current tax	-	21.22	-	33.00	
(b) Deferred tax	-	-	-	-	
(c) Prior period tax	-	-	-	(0.08)	
7 Net (Loss)/Profit for the period (5-6)	(14.72)	(63.36)	(8.43)	3,861.43	
8 Other Comprehensive (loss)/income	40,160.55	(46,075.05)	(10,569.52)	(91,555.48)	
Items not to be reclassified to profit and loss	45,348.55	(52,027.33)	(11,934.87)	(1,03,382.83)	
Income tax relating to items not to be reclassified to profit and loss (Refer note 5)	(5,188.00)	5,952.28	1,365.35	11,827.35	
9 Total comprehensive (loss)/income for the period (7+8)	40,145.83	(46,138.41)	(10,577.95)	(87,694.05)	
10 Paid-up equity share capital (Face value - Rs. 2 per Equity share)	1,390.92	1,390.92	1,390.92	1,390.92	
11 Other equity				2,06,154.43	
12 Earnings Per Share (of Rs. 2/- each) (not annualised) :					
Basic and diluted	(0.02)	(0.09)	(0.01)	5.55	

**NOTES :**

- The above unaudited financial results of Uniphos Enterprises Limited ("the Company") were reviewed by the audit committee on 13 August 2024 and thereafter approved at the meeting of the Board of Directors. The statutory auditors have expressed an unmodified review conclusion. The limited review report has been filed with the stock exchanges and is available on the Company's website. These unaudited financial results have been prepared in accordance with the recognition and measurement principles of the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules 2015 as amended from time to time.
- The Board in its meeting held on 28 May 2024, recommended dividend @ 285 % (P.Y. 325 %) on equity shares of face value of Rs. 2 each of the Company, i.e. Rs. 5.70 per equity share (P.Y. Rs. 6.50), subject to the approval of shareholders at the ensuing Annual General Meeting.
- The figures for the quarter ended 31 March 2024 are the balancing figures between the audited figures in respect of the full financial year and the year to date unaudited figures upto the third quarter of the financial year ended 31 March 2024. Also, the figures upto the end of the third quarter had only been reviewed and not subjected to audit.
- The Company is engaged in trading business in India, which in the context of Ind AS - 108 "Operating Segments" is considered to be its only business segment and hence there are no reportable segments
- The Company has recognised deferred taxes relating to temporary differences between the tax base of investments and their carrying amounts for financial reporting purposes.
- Other expenses includes following :

Particulars	Quarter ended			Year ended
	30 June 2024 (Unaudited)	31 March 2024 (Unaudited) Refer Note 3	30 June 2023 (Unaudited)	31 March 2024 (Audited)
(a) Rates and taxes	16.65	17.60	15.97	62.15
(b) Security charges	15.12	13.95	13.78	55.60

For and on behalf of Uniphos Enterprises Limited

*Rajnikant Devidas Shroff*  
**Rajnikant Devidas Shroff**  
 Managing Director  
 (DIN : 00180810)



Place : Mumbai  
 Date : 13 August 2024





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## Annexure A

Details of appointment as required under Regulation 30(6) read with Para A (7) of Part A of Schedule II to the SEBI Listing Regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No.	Disclosure Requirement	Details of Additional Directors (Non-Executive Independent Directors)		
1	Name and DIN	Mr. Suresh Balasubramaniam (DIN: 00424602)	Mr. Prasad Vasudev Paranjape (DIN: 00242305)	Mrs. Meena Deepak Ved (DIN: 07706272)
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment as an Additional Director (Non-Executive Independent Director), not liable to retire by rotation, subject to approval of the members at the ensuing Annual General Meeting.	Appointment as an Additional Director (Non-Executive Independent Director), not liable to retire by rotation, subject to approval of the members ensuing Annual General Meeting.	Appointment as an Additional Director (Non-Executive Independent Director), not liable to retire by rotation, subject to approval of the members ensuing Annual General Meeting.
3	Date of appointment/ <del>re-appointment/</del> cessation (as applicable) & term of appointment/ <del>re-appointment</del>	Appointed w.e.f. 13 <sup>th</sup> August, 2024 for a period of 5 (five) consecutive years, i.e., from 13 <sup>th</sup> August, 2024 to 12 <sup>th</sup> August, 2029.	Appointed w.e.f. 13 <sup>th</sup> August, 2024 for a period of 5 (five) consecutive years, i.e., from 13 <sup>th</sup> August, 2024 to 12 <sup>th</sup> August, 2029.	Appointed w.e.f. 13 <sup>th</sup> August, 2024 for a period of 5 (five) consecutive years, i.e., from 13 <sup>th</sup> August, 2024 to 12 <sup>th</sup> August, 2029.
4	Brief profile (in case of appointment)	As per attachment	As per attachment	As per attachment
5	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Suresh Balasubramaniam is not related to any member of the Board of Directors or Key Managerial Personnel of the Company.	Mr. Prasad Vasudev Paranjape is not related to any member of the Board of Directors or Key Managerial Personnel of the Company.	Mrs. Meena Deepak Ved is not related to any member of the Board of Directors or Key Managerial Personnel of the Company.
6	No of equity share held in the Company.	NIL	NIL	NIL
7	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	Mr. Suresh Balasubramaniam is not debarred from holding the office of Director pursuant to any order of SEBI or any such other authority.	Mr. Prasad Vasudev Paranjape is not debarred from holding the office of Director pursuant to any order of SEBI or any such other authority.	Mrs. Meena Deepak Ved is not debarred from holding the office of Director pursuant to any order of SEBI or any such other authority.



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## **Brief profile of Mr. Suresh Balasubramaniam:**

Mr. Suresh Balasubramaniam is a Chartered Accountant.

Mr. Suresh Balasubramaniam, aged 61 years, has over three decades of experience. Mr. Suresh Balasubramaniam is the Founder-CEO of Capital Express. He has been an investment banker for over 35 years and has advised on numerous transactions in equity, debt, M&A, international fundraising and structured finance. He was previously the Managing Director and CEO of American Orient Capital Partners, India (previously AIA- Capital), a pan-Asian financial advisory services joint venture owned by AIG, UFJ Bank of Japan and others, with offices in Hong Kong, Singapore, Philippines, and India.

Earlier, Mr. Suresh Balasubramaniam was in a leadership position with Credit Lyonnais Bank in India and headed merchant banking, capital markets, project and structured finance and correspondent banking. He has also served on all the bank's apex committees, viz, management, credit, personnel, audit, and risk management committees. Mr. Suresh Balasubramaniam has also served on the Board of Directors of Great Offshore Limited, one of the largest O&G offshore services companies, Dhanalakshmi Bank Limited, one of the oldest banks in India, Asianet Communications Limited, then south India's leading TV Media company. He brings decades of experience and relationships across companies, banks, funds, and financial institutions.

## **Brief profile of Mr. Prasad Vasudev Paranjape:**

Mr. Prasad Vasudev Paranjape is B. Com (Hons.) from University of Mumbai. He is also a Fellow Member of The Institute of Chartered Accountants of India.

Mr. Prasad Vasudev Paranjape, aged 58 years, has over three decades of experience as a Practicing Chartered Accountant and specializes in Statutory Audit, IFRS Conversions, Structured Debts, Private Equity, etc.

Mr. Prasad Vasudev Paranjape is a partner of M/s. JNR & Associates., Chartered Accountants, Mumbai since January, 2016 and Paranjape & Bheda, Chartered Accountants since March, 2023. Earlier to this, he was partner with M/s. B. K Khare & Co. from December, 2011. In his previous tenures, he has worked across industry sectors on various types of statutory audits and advisory engagements included process reviews for purchases, sales and marketing and due diligence assignments for waste management, infra companies and other manufacturing companies. He has also advised clients on business restructuring, valuation assignments and cross border joint ventures. He is also working as investment banker for raising structured finance, debt syndication and private equity for established and start-up companies.

Mr. Prasad Vasudev Paranjape also serves as Director on the Board of other public companies limited / listed company.

## **Brief profile of Mrs. Meena Deepak Ved:**

Mrs. Meena Deepak Ved is Science Graduate in chemistry and physics from University of Mumbai.

Mrs. Meena Deepak Ved, aged 69 years, has over 43 years of experience working in the chemicals industry, possessing expertise in the areas of marketing, consulting and materials management.

Mrs. Meena Deepak Ved also serves as Director on the Board of other public limited companies / private limited company / listed company.