

**S.V.GHATALIA & ASSOCIATES**


Chartered Accountants

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**Limited Review Report****Review Report to  
The Board of Directors  
Uniphos Enterprises Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Uniphos Enterprises Limited ('the Company') for the quarter ended June 30, 2012 ('the Statement'), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors, committee of Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", notified pursuant to the Companies (Accounting Standards) Rules, 2006, (as amended) and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

*S.V. Ghatalia & Associates*  
For S.V. GHATALIA & ASSOCIATES  
Firm registration number: 103162W  
Chartered Accountants

  
per Sudhir Sori  
Partner  
Membership No.:41870



Place Mumbai  
Date July 20, 2012

## Uniphos Enterprises Limited

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

Unaudited Financial Results for the quarter ended 30th June, 2012

Part I Statement of unaudited results for the quarter Ended 30th June, 2012		(Rs. In Lacs)			
	Particulars	Quarter ended			Year ended
		30.06.12	31.03.12	30.06.11	31.03.12
		Unaudited	Audited	Unaudited	Audited
			Refer Note 4 below		
<b>1</b>	<b>Income from operations</b>				
	a. Net Sales/Income from Operations	-	938.88	-	938.88
	b. Other Operating Income	-	-	-	-
	<b>Total income from operations</b>	-	<b>938.88</b>	-	<b>938.88</b>
<b>2</b>	<b>Expenditure</b>				
	a. Cost of materials consumed	-	-	-	-
	b. Purchase of stock in trade	-	908.42	-	908.42
	c. Changes in inventories, of finished goods, work-in -progress and stock in trade	-	-	-	-
	d. Employees benefits expense	7.39	6.68	6.68	26.72
	e. Depreciation and amortisation expenses	1.34	1.42	1.43	5.70
	f. Legal and professional fees	3.83	4.29	4.63	12.41
	g. Foreign Exchange Fluctuation	84.64	-	-	-
	h. Rates & Taxes	1.50	1.53	1.58	6.04
	i. Other expenditure	2.27	2.48	3.40	12.01
	<b>Total expenses</b>	<b>100.97</b>	<b>924.82</b>	<b>17.72</b>	<b>971.30</b>
<b>3</b>	<b>Profit/(Loss) from Operations before Other Income, finance cost and Exceptional Items (1-2)</b>	<b>(100.97)</b>	<b>14.06</b>	<b>(17.72)</b>	<b>(32.42)</b>
<b>4</b>	<b>Other Income</b>	-	506.76	0.17	1,020.86
<b>5</b>	<b>Profit/(Loss) from ordinary activities before finance cost and Exceptional Items (3+4)</b>	<b>(100.97)</b>	<b>520.82</b>	<b>(17.55)</b>	<b>988.44</b>
<b>6</b>	<b>Finance cost</b>	266.27	262.85	213.85	883.85
<b>7</b>	<b>Profit/(loss) from ordinary activities after finance cost but before Exceptional Items (5-6)</b>	<b>(367.24)</b>	<b>257.97</b>	<b>(231.40)</b>	<b>104.59</b>
<b>8</b>	<b>Exceptional items</b>	-	-	-	-
<b>9</b>	<b>Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)</b>	<b>(367.24)</b>	<b>257.97</b>	<b>(231.40)</b>	<b>104.59</b>
<b>10</b>	<b>Tax expense</b>	-	0.03	-	(14.09)
<b>11</b>	<b>Net Profit (+)/ Loss (-) from ordinary activities after tax (9-10)</b>	<b>(367.24)</b>	<b>257.94</b>	<b>(231.40)</b>	<b>118.68</b>
<b>12</b>	<b>Extraordinary Item (net of tax expense)</b>	-	-	-	-
<b>13</b>	<b>Net Profit(+)/ Loss(-) for the period (11-12)</b>	<b>(367.24)</b>	<b>257.94</b>	<b>(231.40)</b>	<b>118.68</b>
<b>14</b>	<b>Paid-up equity share capital</b> (Face Value - Rs. 2 per share)	<b>509.49</b>	<b>509.49</b>	<b>509.49</b>	<b>509.49</b>
<b>15</b>	<b>Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year</b>				5,103.21
<b>16</b>	<b>Earnings Per Share (EPS)</b>				
	a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year. (Not annualised)	<b>(1.44)</b>	<b>1.01</b>	<b>(0.91)</b>	<b>0.47</b>
	b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year. (not annualised)	<b>(1.44)</b>	<b>1.01</b>	<b>(0.91)</b>	<b>0.47</b>

Part II					
A) PARTICULARS OF SHAREHOLDING :					
<b>1 Public Shareholding</b>					
	- No. of shares	11385968	12625927	13875927	12625927
	- Percentage of shareholding	44.70%	49.56%	54.47%	49.56%
<b>2 Promoter and Promoter group Shareholding</b>					
a) Pledged / Encumbered :					
	- Number of Shares				
	- Percentage of shares (as a % of total shareholding of Promoter and Promoter group shareholding)		-	-	-
	- Percentage of shares (as a % of total share capital of the Company)		-	-	-
b) Non - Encumbered					
	- Number of Shares	14088702	12848743	11598743	12848743
	- Percentage of shares (as a % of total shareholding of Promoter and Promoter group shareholding)	100.00%	100.00%	100.00%	100.00%
	- Percentage of shares (as a % of total share capital of the Company)	55.30%	50.44%	45.53%	50.44%



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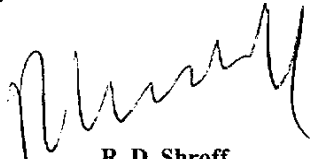
## Uniphos Enterprises Limited

Particulars	Quarter Ended 30/06/2012
<b>B) INVESTOR COMPLAINTS</b> (As informed by Sharepro Services, Registrar and Transfer Agent of the Company)	
Pending at the beginning of the quarter	0
Received during the quarter	1
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	0

### NOTES :

- 1 The above unaudited financial results were reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on 20th July, 2012 and the same has been subjected to a limited review by the Statutory Auditors of the Company.
- 2 The Company has only one reportable segment, viz. trading activities.
- 3 The Board of directors of the Company in it's meeting held on 23rd December, 2010 had approved to issue equity shares of face value of Rs. 2 each on rights basis to the existing shareholders for an amount not exceeding Rs. 7500 lacs ("Rights Issue"). In connection with the proposed Rights Issue, the Company had filed draft letter of offer with the Securities and Exchange Board of India ("SEBI") on December 31, 2010, which is awaiting their decision.
- 4 The figures for the quarter ended 31st March, 2012 are the balancing figures between the Audited figures in respect of full financial year and the year to date figures upto the third quarter.
- 5 Previous period's/year's figures have been regrouped/ rearranged wherever necessary.

Place : Mumbai  
Date : 20th July, 2012

  
**R. D. Shroff**  
 Chairman and Managing Director

