

**Uniphos Enterprises Limited**  
Regd. Off : 11, G. I. D. C., Vapi, Dist. : Valsad - 396195, Gujarat.  
Audited Financial Results for the year ended 31st March, 2011

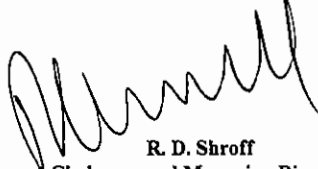
(Rs. in Lacs)

| Particulars                                                                                                         | Year ended |            |
|---------------------------------------------------------------------------------------------------------------------|------------|------------|
|                                                                                                                     | 31.03.2011 | 31.03.2010 |
|                                                                                                                     | Audited    | Audited    |
| 1 (a) Net Sales/Income from Operations                                                                              | -          | -          |
| (b) Other Operating Income                                                                                          | -          | -          |
| 2 Expenditure                                                                                                       |            |            |
| a. Increase/decrease in stock in trade and work in progress                                                         | -          | -          |
| b. Consumption of raw materials                                                                                     | -          | -          |
| c. Purchase of traded goods                                                                                         | -          | -          |
| d. Employees cost                                                                                                   | 22.95      | 20.61      |
| e. Depreciation                                                                                                     | 6.06       | 19.58      |
| f. Other expenditure                                                                                                | 60.67      | 133.87     |
| g. Total                                                                                                            | 89.68      | 174.06     |
| 3 Profit from Operations before Other Income, Interest and Exceptional Items (1-2)                                  | (89.68)    | (174.06)   |
| 4 Other Income                                                                                                      | 514.62     | 396.44     |
| 5 Profit before Interest and Exceptional Items (3+4)                                                                | 424.94     | 222.38     |
| 6 Interest                                                                                                          | 607.78     | 638.99     |
| 7 Profit after Interest but before Exceptional Items (5-6)                                                          | (182.84)   | (416.61)   |
| 8 Exceptional items                                                                                                 | -          | 2,736.10   |
| 9 Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)                                                    | (182.84)   | 2,319.49   |
| 10 Tax expense                                                                                                      | 0.43       | 335.00     |
| 11 Net Profit (+)/ Loss (-) from ordinary activities after tax (9-10)                                               | (183.27)   | 1,984.49   |
| 12 Extraordinary Item (net of tax expense)                                                                          | -          | -          |
| 13 Net Profit(+)/ Loss(-) for the period (11-12)                                                                    | (183.27)   | 1,984.49   |
| 14 Paid-up equity share capital<br>(Face Value - Rs. 2.00 per share)                                                | 509.49     | 509.49     |
| 15 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year                          | 4,984.53   | 5,167.80   |
| 16 Earnings Per Share (EPS)                                                                                         |            |            |
| a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year. | (0.72)     | 7.79       |
| b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year.  | (0.72)     | 7.79       |
| 17 Public Shareholding                                                                                              |            |            |
| - No. of shares                                                                                                     | 13875927   | 13875927   |
| - Percentage of shareholding                                                                                        | 54.47%     | 54.47%     |
| 18 Promoter and Promoter group Shareholding                                                                         |            |            |
| 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                                                                                                  | 11598743   | 11598743   |
| - Percentage of shares (as a % of total shareholding of Promoter and Promoter group shareholding)                   | 100.00%    | 100.00%    |
| - Percentage of shares (as a % of total share capital of the Company)                                               | 45.53%     | 45.53%     |

**NOTES :**

- The above audited financial results were reviewed by the Audit Committee and thereafter approved at the Meeting of the Board of Directors held on 14th May, 2011.
- The details of investors' complaints (as informed by Sharepro Services, Registrar and Transfer Agent of the Company) : There were no investors' complaints pending at the beginning of the quarter. Two complaints from the investors have been received by the Company during the quarter, which are solved. There were no complaints lying unresolved at the end of the quarter.
- The Company does not have any reportable segment.
- During the year, the Board of directors of the Company in its meeting held on December 23, 2010 has approved to issue equity shares of face value of Rs. 2 each on rights basis to the existing shareholders for the amount not exceeding Rs. 7500 lacs ("Rights Issue"). In connection with the proposed Rights Issue, the Company has filed draft letter of offer with the Securities and Exchange Board of India ("SEBI") on December 31, 2010.
- The Company, based on the reports by the independent valuers, has revalued land assets based on the fair market value at 31st March, 2011 by an amount of Rs. 14,500 lacs and an equivalent amount has been credited to Revaluation Reserve Account.
- Previous year's figures have been regrouped/ rearranged wherever necessary.

Place : Mumbai  
Date : 14th May, 2011

  
R. D. Shroff  
Chairman and Managing Director

Annexure

**Uniphos Enterprises Limited**

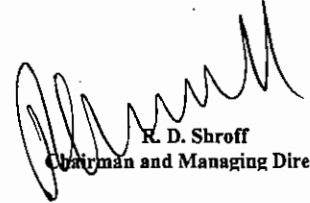
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Annexure forming part of Audited Financial Results for the year ended 31st March, 2011

(Rs. in Lacs)

| Particulars                                                    | As at<br>31.03.2011 | As at<br>31.03.2010 |
|----------------------------------------------------------------|---------------------|---------------------|
|                                                                | Audited             | Audited             |
| <b>SHAREHOLDERS' FUNDS:</b>                                    |                     |                     |
| (a) Capital                                                    | 509.49              | 509.49              |
| (b) Reserves and Surplus                                       | 19,484.53           | 5,167.80            |
| <b>LOAN FUNDS</b>                                              | 7,295.00            | 7,420.00            |
| <b>TOTAL</b>                                                   | <b>27,289.02</b>    | <b>13,097.29</b>    |
| <b>FIXED ASSETS</b>                                            | 17,394.50           | 2,872.75            |
| <b>INVESTMENTS</b>                                             | 7,748.57            | 7,754.33            |
| <b>DEFERRED TAX ASSETS</b>                                     | -                   | 0.43                |
| <b>CURRENT ASSETS, LOANS AND ADVANCES:</b>                     |                     |                     |
| (a) Inventories                                                | -                   | -                   |
| (b) Sundry Debtors                                             | -                   | -                   |
| (c) Cash and Bank balances                                     | 97.17               | 373.81              |
| (d) Other current assets                                       | -                   | -                   |
| (e) Loans and Advances                                         | 2,069.81            | 2,201.12            |
| Less: Current Liabilities and Provisions                       |                     |                     |
| (a) Liabilities                                                | (51.84)             | (105.15)            |
| (b) Provisions                                                 | -                   | -                   |
| <b>MISCELLANEOUS EXPENDITURE (Not written off or adjusted)</b> | 30.81               | -                   |
| <b>TOTAL</b>                                                   | <b>27,289.02</b>    | <b>13,097.29</b>    |

Place : Mumbai  
Date : 14th May, 2011

  
R. D. Shroff  
Chairman and Managing Director