

# **TWENTY NINTH ANNUAL REPORT**

**UNIJOLLY INVESTMENTS COMPANY LIMITED**

# **UNIJOLLY INVESTMENTS COMPANY LIMITED**

**29<sup>th</sup> Annual Report**

## **BOARD OF DIRECTORS**

MR.MURALI D. KANURI  
MR.HARISCHANDRA PRASAD KANURI  
MRS.PRABHAVATHI KANURI  
MRS.C.SHANTA PRASAD

## **AUDITORS**

M/S Ganesh & Rajendra Associates  
Chartered Accountants  
103, 1<sup>st</sup> Floor, Madhu Industrial Park,  
Mogra Village Road, Avath Narayan Tiwari Marg,  
Andheri (East), Mumbai - 400069,

## **BANKERS**

HDFC BANK LIMITED  
ANDHRA BANK

## **REGISTERED OFFICE**

805,8<sup>th</sup> Floor, Maker Chambers V  
Nariman Point, Mumbai - 400 021.

**Annual Report and Accounts for the period ended 31<sup>st</sup> March 2011**

# UNIJOPLY INVESTMENTS COMPANY LIMITED

Regd. Office: Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021.

## NOTICE

NOTICE is hereby given that Twenty Ninth Annual General Meeting of M/s. Unijolly Investments Company Ltd. will be held on Friday 30<sup>th</sup> September 2011 at 3.00 p.m. at the Registered office of the Company at 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai -400021 to transact the following business:

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Balance Sheet of the Company as at 31<sup>st</sup> March 2011 and the Profit and Loss Account for the Year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of *Smt. C. Shanta Prasad and Smt. K. Prabhavathi* who retire by rotation and being eligible offers themselves for re-appointment.
3. To appoint Auditors and fix their remuneration.

Regd. Office :  
805, 8<sup>th</sup> Floor, Maker Chamber V,  
Nariman Point ,  
Mumbai - 400 021.

BY ORDER OF THE BOARD

Director

Dated : 30<sup>th</sup> July 2011

### NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Members are requested to notify change of address, if any to the company's Registered office at Mumbai.
3. The Register of members and share transfer books of the Company will be closed from the 26/09/2011 to 30/09/2011 (both days inclusive).

# UNIJOPLY INVESTMENTS COMPANY LIMITED

Regd. Office: Flat No. 805, 8<sup>th</sup> Floor, Makers Chambers V, Nariman Point, Mumbai – 400 021.

## DIRECTORS' REPORT

To the Shareholders,

Your Directors present the Twenty Ninth Annual Report together with the audited statement of accounts for the year ended 31<sup>st</sup> March 2011.

### 1. FINANCIAL RESULTS :

	Current Year Rupees	Previous Year Rupees
Profit before Depreciation of taxes	12,88,069/-	5,33,688/-
Less : Depreciation	1,239/-	1,824/-
Profit for the year before taxes	12,86,830/-	5,31,864/-
Less : Provision for current taxation	-	(3,300/-)
Provision for deferred taxation	(7,420/-)	15,263/-
Prior year taxes	(2,31,626/-)	(5/-)
Profit available for appropriation	10,47,784/-	5,43,822/-
Reserve fund	2,10,000/-	1,09,000/-
	8,37,784/-	4,34,822/-
Surplus brought forward from last year	74,12,948/-	69,78,126/-
Surplus carried to balance sheet	82,50,732/-	74,12,948/-

### 2. DIRECTORS:

*Smt C. Shanta Prasad and Smt K.Prabhavathi* Directors retire by rotation and being eligible, offer themselves for reappointment.

### 3. DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Director's Responsibility statement, the Directors hereby confirm that :

- i) in preparation of the accounts for the financial year ended 31<sup>st</sup> March 2011, the applicable accounting standard have been followed along with proper explanation relating to material departures;
- ii) they have selected such accounting policies and applied them consistently and made judgment and estimate that were 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 or loss of the company for the year under review;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provision of the Companies Act,1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the accounts for the financial year ended 31<sup>st</sup> March 2011 on a going concern basis.

## Code of Conduct for the Board of Directors and Senior Management:

### Preface:

This Model Code of Conduct for Directors & Senior Management personnel is a guide to help Directors on the Board & Senior Management team of the Company to live up to Company's ethical standards.

The rules and principles set forth in this Code are general in nature and the compliance with the Code shall be ensured read with other applicable policies and procedures of the Company.

This model code of conduct may be reviewed by the Board from time to time to keep in pace with the regulatory environment and any amendments to this Code, shall be approved by the Board of Directors.

### Applicability:

This Code of Conduct (the "Code") for the Board of Directors and Senior Management shall be applicable to each member of the Board of Directors of Unijolly Investments Company Limited (the "Company") and functional heads of the Company, or such other employees of the Company as may be designated as members of the "senior management" for the purposes of the Code by the Managing Director of the Company from time to time (hereinafter referred to as Senior Management"). References herein to the term "Company" shall include its subsidiaries, joint ventures and associates unless the context otherwise requires.

### Objective:

The Code has been drafted in accordance with the provisions of Clause 49 of the Listing Agreement to be entered into by the Company with the Stock Exchange/s to:

- a). set standards of corporate governance by complying with laws, rules and regulations applicable to the Company and applicable policies and procedures adopted by the Company and to fulfil the responsibilities to stakeholders.
- b). set and implement high standards of transparency, integrity, accountability and corporate social responsibility in all dealings.

### The Code:

The Board of Directors of the Company is entrusted with the fiduciary responsibility of oversight of the affairs of the Company. As Directors of the Company, they have a duty to make decisions and implement policies in the best interests of the Company and its stakeholders.

Therefore, the Directors and Senior Management are obliged to carry out their duties in an honest, fair, diligent and ethical manner, within the scope of the authority conferred upon them and in accordance with the laws, rules, regulations, agreements, guidelines, standards and internal policies and procedures.

The Directors & Senior Management personnel are required to act with utmost care, skill and diligence and in accordance with the highest standards of personal and professional integrity and legal conduct, when acting on behalf of the Company or in connection with the Company's business or operations and at social events.

#### Conflict of Interest:

The Directors and senior management personnel are expected to avoid and disclose any activity or association that creates or appears to create a conflict between the personal interests and the Company's business interests. A Conflict of interest exists where the interests or benefits of one person or entity conflict with the interests or benefits of the Company.

Relationships with prospective or existing suppliers, contractors, customers, competitors or regulators must not affect the independent and sound judgment on behalf of the Company. Directors & the Senior Management personnel are required to disclose to the Board any situation that may be, or appear to be, a conflict of interest. When in doubt, Disclosure is the best way out.

#### Regulatory Compliances:

It is the general obligation of the Directors to conduct the business and operations of the Company in accordance with the laws, rules, regulations, agreements, guidelines; standards including Accounting Standards governing its operations in the geographies where the Company operates. The Directors and Senior Management personnel shall acquire appropriate knowledge of the legal requirements relating to their duties sufficient to enable them to perform their obligations diligently.

The Directors and Senior Management personnel shall also comply with the internal policies and procedures of the Company to the extent applicable to them including but not limited to compliance with Prohibition of Insider Trading policy of the Company.

#### Confidential Information and Corporate Disclosure Policy:

The Directors and Senior Management personnel must maintain the confidentiality of information relating to the affairs of the Company until and unless authorized or legally required to disclose such information; and shall not use confidential information for their personal advantage.

The Directors and Senior Management are obliged to ensure continuous, timely and adequate disclosure of necessary information to the Company at regular intervals in respect of declarations required to be made under Applicable Laws, including the Companies Act, 1956

as amended, details of related parties and details of any material financial and commercial transactions where a conflict of interest is likely.

Fair Dealing, Use and Protection of Company's Assets:

The Directors and Senior Management personnel are obligated to deal fairly and honestly with each other, the Company's associates and with the Company's customers, suppliers, competitors and other third parties. Directors and Senior Management personnel shall not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation or any other unfair dealing or practice.

The Directors and Senior Management are required to protect the Company's assets and properties, records and systems, including intellectual property and ensure their efficient use. The assets of the Company shall be used for legitimate business purposes and shall not be used for personal purposes. Incidental personal use, if reasonable, does not amount to violation of the code.

Compliance and Violation of Code of Conduct:

It is the duty and obligation of every Director and Senior Management person to comply with this code of conduct and he/she shall acknowledge and affirm ongoing compliance with the code on an annual basis. This code of conduct shall be posted on the website of the Company.

Any violations of this code shall be promptly reported to the Chairman of the Board or any other person appointed for this purpose. The Company will take appropriate action against any Director member or the Senior Management whose actions are found to violate the Code, after giving him/her a reasonable opportunity of being heard.

Waivers and Amendments of the Code:

We are committed to continuously review and update our policies and procedures. Therefore, this Code is subject to modifications. Any amendment / inclusion or wavier of any provision of this Code must be approved by the Company's Board of Directors and promptly disclosed, if required pursuant to Applicable Laws.

Certification:

Each of the Directors and members of the Senior Management and every other person to whom this Code is made applicable, shall file with the Company Secretary of the Company, or any other person appointed for this purpose, a certificate addressed to the Chairman, by the 1st of April of every year, confirming his/her compliance with the provisions of this Code.

Acknowledgement:

The Directors and Senior Management personnel shall read and fully understand this model code of conduct and comply with the policies procedures and principles contained therein.

# UNIJOPLY INVESTMENTS COMPANY LIMITED

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## 4. CODE OF CONDUCT

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by the Director is given in the Annual Report.

## 5. AUDITORS :

M/s. Ganesh & Rajendra Associates, Chartered Accountants, retire as the auditors at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

## 6. APPOINTMENT OF COMPANY SECRETARY :

As per section 383A of the Companies Act, 1956, the company is supposed to appoint a company secretary in whole time employment. The management has made efforts to comply with the same, but could not succeed in appointing a company secretary. Hence the company has obtained the compliance certificate from a practicing company secretary.

## 7. PARTICULARS OF EMPLOYEES :

The Company had no employees whose particulars are required to be mentioned pursuant to the provisions of Section 217 (2A) of the Companies Acts, 1956 read with the rules there under.

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

Being an investment company, there are no particulars to be furnished in this report as required by Section 217 (1)(e) of the Companies Act, 1956, relating to conservation of energy and technology absorption. There were no foreign exchange earnings or outgo during the year.

## 9. DECLARATION BY DIRECTOR OF AFFIRMATION BY DIRECTOR AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT

The Shareholders,

I, Murali D. Kanuri, Director of the Company, do hereby declare that the Directors and senior management of the company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

FOR & ON BEHALF OF THE BOARD

Murali D. Kanuri  
(Director)

K. Harishchandra Prasad  
(Director)

Place : Mumbai

Dated: 30<sup>th</sup> July 2011



**AUDITORS' REPORT**

To the Members of  
UNIJOLLY INVESTMENTS COMPANY LIMITED

1. We have audited the attached Balance Sheet of UNIJOLLY INVESTMENTS COMPANY LIMITED as at 31<sup>st</sup> March, 2011, Profit and Loss Account and also Cash Flow Statement for the year ended on that date all annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure a Statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to in Paragraph (3) above, we report that :
  - a) we have 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 appears from our examination of the books ;
  - c) the Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the Books of Account;
  - d) in our opinion, the Balance Sheet and the Profit and Loss Account dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Companies Act 1956 in so far as they apply to Company ;

**Head Office :** 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),  
Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in

**Branch :** 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.  
Tel : 2352 4148 / 2351 3459 / 2351 2097



- e) in our opinion and based on information and explanations given to us, none of the directors are disqualified as on 31st March, 2011 from being appointed as directors in terms of clause (g) of subsection (1) of section 274 of Companies Act 1956 :
- f) in our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
- i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011;
  - ii) In the case of the Profit and Loss Account, of the profit of the Company for year ended on that date, and
  - iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Ganesh Mehta  
Partner  
Membership No. 32939  
For and on behalf of  
Ganesh & Rajendra Associates  
Chartered Accountants  
ICAI Firm Registration No. 103055W

Place : Mumbai  
Dated : 30<sup>th</sup> July 2011



ANNEXURE TO AUDITORS' REPORT

Referred to in paragraph 3 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) All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) The Company has not disposed off any substantial part of the fixed assets during the year.
- (ii) The Company has not granted or taken any loans, secured or unsecured to / from any Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (iii) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and for the sales of goods and services. There is no continuing failure to correct major weakness in internal control system.
- (iv) According to the information and explanations given to us, there were no contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (v) The Company has not accepted any deposit from public therefore clause 4 (vi) of CARO 2003 is not applicable.
- (vi) Considering the size of business and number of transactions have been carried out, the management is of the opinion that the company does not require internal audit system.
- (vii) (a) As informed to us, the Company is not required to deduct Provident Fund and Employees' State Insurance dues.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other statutory dues which have remained outstanding as at 31st March, 2011 for a period of more than six months from the date they became payable.



- (c) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, service tax, excise duty and cess which have not been deposited on account of any dispute.
- (viii) The Company has no accumulated losses at the end of the financial year and has not incurred cash losses in the current and immediately preceding financial year.
- (ix) The Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures or other securities.
- (x) In our opinion, the Company is not a chit fund or a nidhi/ mutual benefit fund/ society. Hence the clause 4(xiii) of the CARO, 2003 are not applicable to the Company.
- (xi) The Company has maintained proper records in respect of the transactions and contracts in trading in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company in its own name.
- (xii) According to the information and explanations given to us the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xiii) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

In view of the nature of business carried on by the Company and absence of conditions prerequisite to the reporting requirements of clauses 4 (ii), (viii) (xi), (xvi) (xvii), (xviii), (xix) and (xx) of CARO, 2003, the said clauses are at present not applicable.

Ganesh Mehta  
Partner  
Membership No. 32939  
For and on behalf of  
Ganesh & Rajendra Associates  
Chartered Accountants  
ICAI Firm Registration No. 103055W

Place : Mumbai  
Dated: 30<sup>th</sup> July 2011

**Head Office :** 103, Madhu Industrial Park, Mogra Village, Avadh Narayan Tiwari Marg, Andheri (East),  
Mumbai – 400 069. Tel : 2831 2467 / 68 / 69 – E-mail : audit@grassociates.co.in

**Branch :** 4/04, Tardeo Air-Conditioned Market, Tardeo Road, Mumbai – 400 034.  
Tel : 2352 4148 / 2351 3459 / 2351 2097

UNIJOPLY INVESTMENTS COMPANY LIMITED

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2011

	Schedule	Rupees	31st March 2011 Rupees	31st March 2010 Rupees
<b>I SOURCES OF FUNDS :</b>				
1 Shareholders' funds :				
a) Capital	(1)		2,000,000	2,000,000
b) Reserves and surplus	(2)		10,779,355	9,731,572
			<u>12,779,355</u>	<u>11,731,572</u>
<b>II APPLICATION OF FUNDS :</b>				
1 Fixed Assets :	(3)			
a) Gross block		100,906		100,906
b) Less : Depreciation		96,824		95,585
c) Net block			4,082	5,321
2 Investments	(4)		12,570,746	11,649,625
3 Current assets, loans & advances:				
a) Cash & bank balance	(5)	13,817		32,202
b) Loans and advances	(6)	199,740		179,798
			<u>213,557</u>	<u>212,000</u>
Less : Current liabilities & provisions :				
a) Liabilities	(7)	16,873		16,337
b) Provisions	(8)	-		134,300
			<u>16,873</u>	<u>150,637</u>
Net current assets			196,684	61,363
4 Deferred tax assets ( net )			7,843	15,263
			<u>12,779,355</u>	<u>11,731,572</u>
Notes to the accounts	(10)			

As per our report attached

For and on behalf of Board

Ganesh Mehta

Partner

Membership No. 32939

For and on behalf of

Ganesh & Rajendra Associates

Chartered Accountants

ICAI Firm Registration No. 103055W

Murali D. Kanuri

Director

K. Harischandra Prasad

Director

Place : Mumbai

Dated : 30th July 2011

UNIJOLLY INVESTMENTS COMPANY LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2011

	Schedule	31st March 2011 Rupees	31st March 2010 Rupees
<b>INCOME :</b>			
Profit on futures contracts		168,404	-
Dividend		1,329,352	511,699
Profit on sale of investments		553	309,403
		<u>1,498,308</u>	<u>821,102</u>
<b>EXPENDITURE :</b>			
Loss on futures contracts		-	92,862
Administrative & other expenses	(9)	210,239	194,552
Depreciation		1,239	1,824
		<u>211,478</u>	<u>289,238</u>
Profit for the year before taxes		1,286,830	531,864
Provision for current taxation		-	3,300
Provision for deferred taxation		7,420	15,263
Prior year taxes		231,626	5
Profit available for appropriation		<u>1,047,784</u>	<u>543,822</u>
Reserve fund		210,000	109,000
		<u>837,784</u>	<u>434,822</u>
Surplus brought forward from last year		7,412,947	6,978,126
Surplus carried to balance sheet		<u>8,250,731</u>	<u>7,412,948</u>
Earning per share		5.24	2.72
Nominal value of share		10	10
(Refer Note 1(xii) of Schedule 10)			
Notes to the accounts	(10)		
As per our report attached			

For and on behalf of the Board

Ganesh Mehta  
Partner  
Membership No. 32939  
For and on behalf of  
Ganesh & Rajendra Associates  
Chartered Accountants  
ICAI Firm Registration No. 103055W

Murali D. Kanuri  
Director

K. Harischandra Prasad  
Director

Place : Mumbai

Dated : 30th July 2011

UNIJOPLY INVESTMENTS COMPANY LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st March 2011 Rupees	31st March 2010 Rupees
<b>1 SHARE CAPITAL :</b>		
Authorised :		
2,00,000 equity shares of Rs.10/- each	<u>2,000,000</u>	<u>2,000,000</u>
Issued, subscribed and paid up :		
2,00,000 equity shares of Rs.10/- each fully paid-up	<u>2,000,000</u>	<u>2,000,000</u>
<b>2 RESERVE AND SURPLUS :</b>		
General reserve	1,013,324	1,013,324
Reserve fund	1,515,300	1,305,300
Profit and loss account	8,250,731	7,412,948
	<u>10,779,355</u>	<u>9,731,572</u>

3. FIXED ASSETS :

DESCRIPTION	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	AS AT 01/04/2010	ADDITIONS (DEDUCTION)	AS AT 31/03/2011	AS ON 01/04/2010	FOR THE YEAR	ADDITIONS (DEDUCTION)	AS ON 31/03/2011	AS ON 31/03/2011	AS ON 31/03/2010
Computers	62,445	-	62,445	60,534	764	-	61,298	1,147	1,911
Office equipments	38,461	-	38,461	35,051	475	-	35,526	2,935	3,410
<b>TOTAL</b>	<b>100,906</b>	<b>-</b>	<b>100,906</b>	<b>95,585</b>	<b>1,239</b>	<b>-</b>	<b>96,824</b>	<b>4,082</b>	<b>5,321</b>
PREVIOUS YEAR	100,906	-	100,906	93,761	1,824	-	95,585	5,321	7,145

4 INVESTMENTS : (Long term)	No. of Shares	Face Value		
Quoted other than trade, at cost				
<b>A Equity Shares</b>				
Amara Raja Batteries	13,300	10	149,418	278,576
	(19,250)			
* Andhra Printers Ltd.	1,100	100	106,400	106,400
	(1,100)			
Bartronics India Ltd.	-	10	-	2,882,677
	(16,000)			
* Lakshmi Finance & Inds. Corpn. Ltd.	296,060	10	2,920,418	2,920,418
	(296,060)			
		C/d.	<u>3,176,236</u>	<u>6,188,071</u>

UNIJOPLY INVESTMENTS COMPANY LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET

			31st March 2011 Rupees	31st March 2010 Rupees
4	INVESTMENTS : (Long term) Quoted other than trade, at cost	No. of <u>Shares</u>	Face <u>Value</u>	
A	Equity Shares		B/d.	
	HBL Powers Systems Ltd	95,500	1	2,846,546
		-		-
	Vivimed Labs Ltd.	-	10	-
		(8,422)		1,928,215
	Tube Investments of India Ltd	9,000	2	1,359,474
		-		-
	Nelcast Ltd.	39,408	10	4,053,490
		(25,308)		2,410,877
B.	<u>Units of Mutual Funds</u>			
	HSBC Ultra Short Term Bond Fund - R G	-	10	-
		(89,987)		1,122,462
	HSBC Cash Fund	72,837	10	1,135,000
		-		-
				<u>12,570,746</u>
				<u>11,649,625</u>
	Aggregate Market / Repurchase value of quoted investment			<u>10,624,199</u>
	* Market price not available			<u>12,808,683</u>
5	CASH AND BANK BALANCES :			
	Cash on hand			3,270
	Balance with scheduled banks in current accounts			994
				10,547
				<u>13,817</u>
				<u>32,202</u>
6	LOANS AND ADVANCES : (Unsecured, considered good)			
	Advances recoverable in cash or kind for value to be received			171,042
	Prepaid taxes			28,698
				7,100
				172,698
				<u>199,740</u>
				<u>179,798</u>
7	LIABILITIES :			
	Sundry creditors			16,873
				<u>16,337</u>

UNIJOPLY INVESTMENTS COMPANY LIMITED

SCHEDULES FORMING PART OF THE PROFIT AND LOSS ACCOUNT

	31st March 2011 Rupees	31st March 2010 Rupees
8 PROVISIONS :		
Provision for taxation	-	134,300
	<u>-</u>	<u>134,300</u>
9 ADMINISTRATIVE AND OTHER EXPENSES :		
Salaries & allowances	86,100	8,034
Conveyance charges	-	1,258
Printing & stationery expenses	2,506	6,176
Auditors' remuneration	22,545	24,542
Motor car expenses	-	3,100
Postage & telephone expenses	6,361	7,386
Filing fees	7,560	71,214
Rent	36,000	36,000
Miscellaneous expenses	34,037	7,768
Listing fees	11,030	15,514
Books & periodicals	4,100	4,060
Legal & professional fees	-	9,500
	<u>210,239</u>	<u>194,552</u>

10 NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS

1) Statement on Accounting Policies :

i) SYSTEM OF ACCOUNTING :

a) Basis of accounting :

The financial statements have been prepared under the historical cost convention in accordance with the accounting standards issued by the Institute of Chartered accountants of India and the provisions of the Companies act, 1956, as adopted consistently by the Company. All income & expenditure having the material bearing on the financial statements are recognized on accrual basis.

b) Use of estimates :

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect, the reported amount of assets and liabilities on the date of financial statements and a reported amount of revenues and expenses during the reporting period. Difference between the actual expenses and estimates is is recognised in the period in which the results are known/materialised.

ii) REVENUE RECOGNITION :

Dividend income is accounted for as and when declared. Sale / purchase of shares / securities are considered on contract basis. Interest income is considered on accrual basis over the full financial year.

10 NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS

1 Statement on Accounting Policies :

iii) INVESTMENTS :

Investments are stated at cost of acquisition inclusive of brokerage and stamp duty.

iv) FIXED ASSETS :

Fixed assets are capitalised at cost inclusive of legal and/or installation expenses.

v) DEPRECIATION :

Depreciation is provided under the 'Written Down Value Method' at rates provided by Schedule XIV to the Companies Act, 1956.

vi) STOCK IN TRADE :

Shares and securities are carried at lower of cost or market value.

vii) PURCHASE / SALE :

Purchases of shares / securities is accounted for inclusive of stamp & transfer fees.

viii) CONTINGENCY & EVENT OCCURING AFTER THE BALANCE SHEET DATE :

There has been no material events occuring after the balance sheet date that require adjustments to as disclosure in the financial statements.

ix) RETIREMENT BENEFITS :

The company does not have any retirement benefit scheme. However until such scheme is framed the company will follow 'pay and go' method.

x) BORROWING COST :

Borrowing cost are charged to profit & loss account in the year in which they are incurred.

xi) SEGMENT REPORTING :

The Company is engage primarily in the business of investments and accordingly there are no separate reportable segments as per Accounting Standard - AS - 17 'Segment Reporting' by ICAI.

xii) EARNING PER SHARE :

	31st March 2011 Rupees	31st March 2010 Rupees
1 Profit after taxation	1,047,784	543,822
2 Average number of Equity shares outstanding	200,000	200,000
3 Earnings per share in Rs. ( Face value Rs. 10/- per share )	5.24	2.72

10 NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS

xiii) FOREIGN EXCHANGE :

- a) Earnings in Foreign Currency : Rs. NIL ( Previous year Rs. NIL )
- b) Expenditure in Foreign Currency : Rs. NIL (Previous year Rs. NIL)

xiv) RELATED PARTY DISCLOSURES :

Disclosures as required by the Accounting Standard 18 "Related Party Disclosures" are given below :

A) List of Related Parties :

Associate Companies / Firms

- 1 Healthy Investments Ltd.
- 2 Lakshmi Finance & Industrial Corporation Ltd.

Key management personnel and relatives

Key management personnel

- 1 Sri Murali D. Kanuri
- 2 Sri K. Harishchandra Prasad
- 3 Smt. Kanuri Prabhavathi
- 4 Smt. C. Shanta Prasad

B) Transactions with related parties :

Nature of transactions :

Nature of transactions :	Related party	31st March	31st March
		2011	2010
		Rupees	Rupees
Dividend received	Lakshmi Finance & Industrial Corporation Ltd.	740,150	444,090

xv) TAXES ON INCOME :

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

The company has not recognised the net deferred tax assets in respect of accumulated capital losses in view of non availability of the benefit in future.

2) DEFERRED TAX :

The break up of net deferred tax as on 31st March, 2011 is as under :

PARTICULARS	AS ON	CURRENT	AS ON
	01/04/2010	YEAR	31/03/2011
Business loss and unabsorbed depreciation	13,940	(7,115)	6,825
Difference between book and tax depreciation	1,323	(305)	1,018
	<u>15,263</u>	<u>(7,420)</u>	<u>7,843</u>

UNIJOLLY INVESTMENTS COMPANY LIMITED

10 NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS

3) The Company has not received any intimation from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosures relating to amount unpaid as at end of the year together with interest payable as required under the said act has not been furnished and provision for interest, if any, on delayed payment is not ascertainable at this stage. No interest payment is made during the year.

4) Auditors' remuneration :

	31st March 2011 Rupees	31st March 2010 Rupees
a) As auditors	16,545	16,545
b) Taxation matters	6,000	7,997
	<u>22,545</u>	<u>24,542</u>

5) BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I	Registration details	
	Registration no.	U99999MH1981PLC024869
	State code	11
	Balance sheet date	31-Mar-2011
II	Capital raised during the year (Rupees in thousands.)	
	Public issue	NIL
	Rights issue	NIL
	Bonus issue	NIL
	Private placement	NIL
III	Position of mobilisation and deployment of funds (Rupees in thousand.)	
	Total liabilities	12,779
	Total assets	12,779
	Sources of funds :	
	Paid-up capital	2,000
	Reserves & surplus	10,779
	Secured loans	NIL
	Unsecured loans	NIL
	Deferred tax liability	NIL
	Application of funds :	
	Net fixed assets	4
	Investments	12,571
	Net current assets	197
	Misc. expenditure	NIL
	Accumulated losses	NIL
	Deferred tax assets	8

UNIJOLLY INVESTMENTS COMPANY LIMITED

10 NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS

5 BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

IV Performance of company (Rupees in Thousands.)

Turnover	168
Total expenditure	211
Profit before tax	1,287
Profit after tax	1,048
Earning per share in Rs.	5
Dividend	NIL

V Generic names of three principal products / services of Company (as per monetary terms).

Item code no. (ITC Code)

N.A.

Product description

Investment and trading in securities

6) Comparative figures of the previous year have been regrouped/rearranged wherever necessary.

As per our report attached

For and on behalf of the Board

Ganesh Mehta

Partner

Membership No. 32939

For and on behalf of

Ganesh & Rajendra Associates

Chartered Accountants

ICAI Firm Registration No. 103055W

Place : Mumbai

Dated : 30th July 2011

Murali D. Kanuri

Director

K. Harischandra Prasad

Director



UNIJOLLY INVESTMENTS COMPANY LIMITED

GROUPINGS AS ON 31ST MARCH, 2011

	31st March 2011 Rupees	31st March 2010 Rupees
6 MISCELLANEOUS EXPENSES :		
Bank charges	330.90	330.90
Computer maintenance charges	10,725.00	-
Office maintenance	-	443.00
Demat charges	2,956.13	1,480.99
Security transaction tax	14,725.00	2,442.00
Service charges	-	1,500.00
Interest on TDS	-	207.00
Miscellaneous expenses	5,300.00	1,364.00
	<u>34,037.03</u>	<u>7,767.89</u>
7 SALARIES & ALLOWANCES		
Salaries & allowances	86,100.00	8,034.00
	<u>86,100.00</u>	<u>8,034.00</u>



CERTIFICATE

We have examined the attached Cash Flow Statement of UNIJOLLY INVESTMENTS COMPANY LIMITED for the year ended 31<sup>st</sup> March 2011. The Statement has been prepared by the Company in accordance with the requirements of listing agreement Clause 32 with Bombay Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 30<sup>th</sup> July 2011 to the members of the Company.

Ganesh Mehta  
Partner  
Membership No. 32939  
For and on behalf of  
Ganesh & Rajendra Associates  
Chartered Accountants  
ICAI Firm Registration No. 103055W

Place : Mumbai  
Dated : 30<sup>th</sup> July 2011

UNIJOLLY INVESTMENTS COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2011

	2010 - 11 <u>Rupees</u>	2009 - 10 <u>Rupees</u>
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Profit before tax and extraordinary items	1,286,830	531,864
adjustments for :		
Depreciation	1,239	1,824
Dividend income	(1,329,352)	(511,699)
Profit on sale of shares	(553)	(309,403)
	<u>(41,835)</u>	<u>(287,414)</u>
 OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		
(Increase) / Decrease in sundry debtors	(152,938)	-
(Increase) / Decrease in loans and advances	(11,004)	4,060
Increase / (Decrease) in sundry creditors	536	(755)
	<u>(163,406)</u>	<u>3,305</u>
 CASH GENERATED FROM OPERATINONS		
	(205241)	(284,109)
Taxes paid	(221,926)	(514)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<u>(427,167)</u>	<u>(284,623)</u>
 <b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of units of mutual fund	(7,675,000)	(2,110,000)
Purchase of shares	(5,982,760)	(952,361)
Dividend received	1,329,352	511,699
Sale of shares	4,982,184	999,808
Sale of units of mutual fund	7,755,006	1,825,000
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<u>408,782</u>	<u>274,146</u>

UNIJOLLY INVESTMENTS COMPANY LIMITED.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

C. CASH FLOW FROM FINANCING ACTIVITIES :

Proceeds from issuance of share capital	-	-
Proceeds from long term borrowings	-	-
Repayment from long term borrowings	-	-
Interest paid	-	-
Dividend paid	-	-
NET CASH USED IN FINANCE ACTIVITIES	<u>-</u>	<u>-</u>
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIPMENTS (A + B + C)	(18,385)	(10,477)
Cash and cash equivalants at beginning of period	32,202	42,679
Cash and cash equivalants at end of period	<u>13,817</u>	<u>32,202</u>

FOR & ON BEHALF OF THE BOARD

Ganesh Mehta  
Partner  
Membership No. 32939  
For and on behalf of  
Ganesh & Rajendra Associates  
Chartered Accountants  
ICAI Firm Registration No. 103055W

Murali D. Kanuri  
Director

K. Harischandra Prasad  
Director

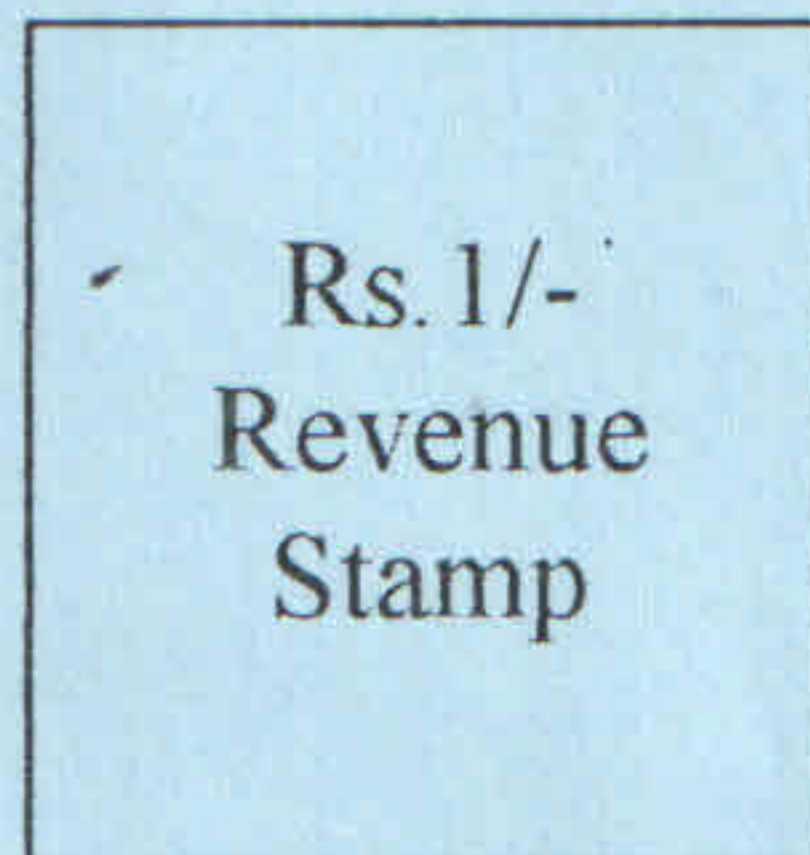
Place : Mumbai  
Dated : 30th July 2011

# UNIJOPLY INVESTMENTS COMPANY LIMITED

## FORM OF PROXY

I/We \_\_\_\_\_  
of \_\_\_\_\_ in  
the district of \_\_\_\_\_ a member / members  
of the above named company hereby appoint \_\_\_\_\_  
\_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ district of \_\_\_\_\_  
of failing him of \_\_\_\_\_  
\_\_\_\_\_ in the district of \_\_\_\_\_  
\_\_\_\_\_ as my / our proxy, to vote  
for me / us on my our behalf at the 29<sup>th</sup> Annual General Meeting of the Company to be held  
on Friday, 30<sup>th</sup> September 2011 at 3.pm and at my adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2011



### NOTES

1. The proxy shall be signed by the appointer or his attorney in writing or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
2. A member to attend and vote is entitled to appoint a proxy to attend and vote instead of him self and a proxy need not be a member.
3. This instruction of proxy shall be lodged at the Registered Office of the Company not less than forty eight hours before the time for holding the meeting at which person named in the proxy proposes to vote, and in default the instrument of proxy shall not be treated as valid.

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If Undelivered Please Return to:  
**Unijolly Investments Company Limited**  
Regd. Office: 805, 8<sup>th</sup> Floor,  
Maker Chambers V, Nariman Point,  
Mumbai - 400 021.