

 **UNISHIRE[®]**
Spreading acres of joy

ANNUAL REPORT
2015 - 16



UNISHIRE URBAN INFRA LIMITED

CHAIRMAN

Mr. Kirti Kantilal Mehta

BOARD OF DIRECTORS

Mr. Pratik K Mehta - Managing Director
Mr. Vinay K Mehta - Non-Executive Director
Mr. Suresh Kumar Patni - Independent Director
Mrs. Reena Jain - Independent Director

MANAGEMENT

Mr. Ashok Gupta - Chief Executive Officer
Mr. Surya Bishnoi - Chief Financial Officer
Ms. Ishita Tamret - Company Secretary & Compliance Officer

AUDITORS

Arun Jain & Associates
Chartered Accounts
2B, Grant Lane, 2nd Floor
Kolkata-700012
Phone: 033-40646049

REGISTERED OFFICE

873, Block A, Lake Town
Ground Floor, Kolkata-700089
Phone: 033-3022 4841, Fax: 033-3022 4842
E-mail: info@unishire.com
Website: www.unishire.com
CIN: L67190WB1991PLC051507

BANKERS

HDFC Bank Ltd
ICICI Bank Ltd

REGISTRAR & SHARE TRANSFER AGENT

Purva Shareregistry (India) Pvt. Ltd
No.9, Shiv Shakti Ind.Estate
J.R.Boricha Marg, Lower Parel
Mumbai-400011
Phone: 022-2301 8261, Fax: 022-2301 2317
E-mail: busicomp@vsnl.com

CORPORATE OFFICE

36, Railway Parallel Road
Nehru Nagar, Kumara Park
Bangalore-560020
Phone-080-23461715, Fax: 080-2346-0547

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UNISHIRE URBAN INFRA LIMITED

CHAIRMAN'S MESSAGE

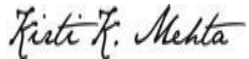
"On behalf of the Board of Directors, it is my privilege to present the annual report and consolidated financial statements for the year ended March 31st, 2016 which marked 25th Annual General Meeting of the company. As stakeholders you place trust and invest money in your company. In doing so, you are helping us create even greater value, and for this our global team and I would like to express our sincerest thanks. Your trust is our driving force, keeping us firmly on our successful course. Along the way, we have already reached some key milestones."

Our Group has over 25 years of experience in the field of real estate development and construction. Your Company has been instrumental in taking the group from a land banking organization to an all-round institution with development capabilities. The company develops residential, commercial and retail projects with the primary focus on residential projects.

With above background and considering the way ahead, I am confident that your company will continue its robust growth path in the coming years. I take this responsibility to thank all our shareholders, customers, Banks, Government of India, Government of West Bengal, Government of Karnataka, suppliers, partners, employees and all other stakeholders for their unstinted and continued support and look forward to the same at all time in the future.

I remain as always, grateful to you our dear shareholders for continued patience and confidence in the Company.

Yours sincerely



Kirti Kantilal Mehta

Chairman

25TH ANNUAL GENERAL MEETING

Date: Friday, 30th September, 2016

Time: 11:00 A.M.

Venue: 1, Crooked Lane, First Floor, Kolkata-700 069

Important Information: As a measure of economy, copies of the Annual Report will not be distributed at the AGM. Shareholders are requested to bring their copies in meeting.

UNISHIRE URBAN INFRA LIMITED

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting (AGM) of the Shareholders of the Company will be held on Friday, 30th September, 2016 at 11.00 A.M. at 1, Crooked Lane, First Floor, Kolkata-700069 to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To consider and adopt

- i) the Audited Financial Statement s of the Company for the year ended March 31st, 2016 and the Reports of the Board of Directors and Auditors thereon: and
- ii) the Audited Consolidated Financial Statements of the Company for the year ended March 31st, 2016 and the Report of the Auditors thereon

2. Retires by Rotation

To appoint a Director in the place of Mr. Vinay K Mehta (DIN: 03586852), Director, who retires at this meeting and is eligible for re-appointment

3. Ratification of Statutory Auditors' Appointment

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary resolution:

"RESOLVED THAT the appointment of M/s. Arun Jain & Associates, Chartered Accountants, Kolkata, having Firm Registration No. 325867E allotted by the Institute of Chartered Accountants of India, as Statutory Auditors of the Company to hold office, from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM of the Company, for the third year in the first term of the five years, as recommended by the Audit Committee and approved by the Board of Directors of the Company, pursuant to section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 on such remuneration as the Board of Directors of the Company may determine, be and is hereby ratified"

By Order of the Board
For Unishire Urban Infra Limited
Ishita Tamret
Company Secretary
Membership No. : A41505

Place: Kolkata
Date : 27-08-2016

NOTES:

- a) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 with respect to the Special business set out in the Notice is Annexed
- b) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

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Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by the member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

- c) The Notice of the Annual General Meeting along with Annual Report is being sent electronically to all the members who have registered their e-mail ids with the Company. Physical copies are being sent through permitted mode to the members who have not registered their email ids.
- d) Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for Financial Year 2016 will also be available on the Company's website i.e. www.unishire.com
- e) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- f) The Register of Members of the Company will remain closed from **Thursday, 22nd September, 2016 to Friday, the 30th September, 2016 (both days inclusive)**.
- g) Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
- h) Members are requested to notify Change in address, if any, in case of shares held in Electronic form to the concerned Depository Participant quoting their ID No. and in case of Physical shares to the Registrar and Share Transfer agent.
- i) Shareholders desiring any information as regards the accounts are requested to write to the company at least 7 days in advance, so as to enable the company to keep the information ready.
- j) A Route map showing directions to reach the venue of the 25th Annual General Meeting is given along with this Notice as per the requirement of the Secretarial Standards-2 "General Meetings"
- k) Additional information pursuant to clause 52 of the Listing Agreement with Stock Exchange in respect of the Directors seeking appointment/re-appointment at the AGM are furnished and forms part of Corporate Governance Report forming part of Annual Report. The Directors have furnished requisite consents/declarations for their appointment/re-appointment.
- l) All documents referred in the Notice will be available for inspection at the Company's registered office during normal business hours on working days upto the date of AGM.
- m) As per section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the

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Notice. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. The instructions for e-voting are given in Annexure A.

- n) The remote e-voting period starts on **Tuesday, September 27th, 2016 at 9:00 a.m. (IST) and ends on Thursday, September 29th, 2016 at 5:00 p.m. (IST)**. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of **Friday, September 23rd, 2016**, may cast their votes electronically.
- o) The Facility of voting through Ballot paper shall be made available at the 25th AGM and the member attending the meetings who have not cast their vote by remote e-voting shall be able to exercise their right at the Annual General Meeting through ballot paper.
- p) The members who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.
- q) The Company's website is www.unishire.com. The Annual Report of the Company and other shareholder communications are made available on the Company's website.
- r) All the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents whose e-mail ID is busicomp@vsnl.com mentioning the Company's name i.e. Unishire Urban Infra Limited so as to enable the Company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
- s) Our Company's shares are tradable compulsorily in electronic form and through Purva Sharegistry (India) Pvt. Ltd., Registrar and Share Transfer Agents. We have established connectivity with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The International Securities Identification Number (ISIN) allotted to your Company's shares under the Depository system is INE210P01015. As on March 31, 2016, over 99.10 % of our Company's Shares were held in dematerialized form and the rest are in physical form.

To enable us to serve our investors better we request shareholders whose shares are in physical mode to dematerialize shares and to update their bank accounts with respective Depository Participants.

ANNEXURE- A

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

- (i) The voting period begins on **Tuesday, September 27, 2016 at 9:00 A.M. (IST) and ends on Thursday, September 29, 2016 at 5:00 P.M. (IST)**. During the period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **September 23, 2016** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders Should log on to the e-voting website www.evotingindia.com
- (iv) Click on "Shareholders" tab.
- (v) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

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- (vi) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders.)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with Company/Depository Participants are requested to use the first two letter of their name and the 8 digits of the sequences number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to Login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (vi).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the **Unishire Urban Infra Limited** on which you choose to vote.

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- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Window phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as promoted by the mobile app while voting on your mobile.
- (xix) M/s Kamalia & Associates, Advocate has been appointed as the Scrutinizer for providing facility to the members of the company to scrutinize the e-voting process in a fair and transparent manner.
- (xx) The Chairman shall, at the 25th Annual general meeting (AGM), at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinize, by use of "Poling Paper" for all those members who are present at the 25th Annual General Meeting (AGM) but have not cast their votes by availing the remote e-voting facility.
- (xxi) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and after unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the 25th Annual General Meeting (AGM) as consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- (xxii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.unishire.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

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(xxiii) Note for Non – Individual Shareholders and Custodians.

- Non – Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(xxiv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Place: Kolkata
Date : 27-08-2016

By Order of the Board
For Unishire Urban Infra Limited
Ishita Tamret
Company Secretary
Membership No. : A41505

UNISHIRE URBAN INFRA LIMITED

DIRECTOR'S REPORT

To

The Shareholders,

Your Directors present their 25th Annual Report on the working of your Company, together with the Audited Accounts for the year ended March 31st, 2016.

Financial Performance

The summarized consolidated results of your Company are given in the table below:

Particulars	Financial Year Ended	
	March 31 st , 2016	March 31 st , 2015
Total Income	24,178,550	9,798,734
Profit/Loss before Interest, Depreciation & Tax (EBIT)	1,280,895	1,744,116
Finance Charges	7,237	3,048
Depreciation and Amortization Expenses	822,524	856,354
Provision for Income Tax (including for earlier years)	206,921	343,027
Net Profit/(Loss) After Tax	251,450	544,735

*previous year figures have been regrouped/rearranged wherever necessary

Summary of Operations

During the year, the net revenue from operations of your company declined by 48.37%, from Rs. 887,762 for FY 2015 to Rs. 458,371 for FY 2016, your Company's profit after tax stood at Rs. 251,450 vis-à-vis Rs. 544,735 in immediately preceding previous year, registering a decline of 53.84 %.

Business Review/State of company's affairs

In Comparison, the Indian Economy has certainly performed creditably compared to most developed market of the globe, showing a positive year of Macro Economic Stability. The economy has made progress, but yet to show proportionate impact on your Company's line of business. There has been no respite from the global economic downturn. Your Company's line of business reeled under heavy stress.

Industry Scenario

During the year under review, your company enjoyed cordial relationship with employees at all levels.

Outlook

The Outlook for the industry and the company looks bright and new markets in the global arena are being developed by the company. The Company is also focusing on cost cutting and increased productivity to enhance its competitiveness.

Transfer to Reserve

The Company proposes to carry Rs. 251,450 to reserves.

Dividend

Your Directors are not recommending any dividend for FY 2015-16, with a view to conserve resources.

Capital/Finance

There was no change in the authorized and paid up share capital of the company during the FY 2015-16

Details of Subsidiary Companies

The Company is having two subsidiary Ratna Kamal Solutions Private Limited and Fliege Realtors Private Limited.

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The Statement containing the salient features of the subsidiaries as per sub-section (3) of section 129 of the Companies Act, 2013 in Form AOC-1 is herewith annexed as Annexure-1 to this report.

Extract of Annual Return

Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is annexed as Annexure-V

Board Evaluation

The Companies Act, 2013 states that the performance evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding Directors being evaluated

A separate meeting of Independent Director's was also held to review the performance of Non-Independent Directors, performance of the Board as a whole and performance of the chairperson of the company.

Details of Board Meeting

Nine meetings of the Board of Directors were held during the year 2015-16. For details of the meetings of the board, please refer to the Annexure-III- Corporate Governance Report, which forms part of this report:

Audit Committee

The details pertaining to composition of audit committee are included in the Annexure-III Corporate Governance Report which forms part of this report.

Nomination & Remuneration Committee

The details pertaining to composition of Nomination and remuneration Committee are included in the Annexure III Corporate Governance Report, which forms part of this report.

Stakeholders Relationship Committee

The details pertaining to composition of Stakeholders Relationship Committee are included in the Annexure-III Corporate Governance report, which forms part of this report.

Corporate Social Responsibility

The Company does not fall in the prescribed limit mentioned in the Companies Act, 2013 for the FY 2015-16 for constituting Corporate Social Responsibility (CSR) Committee

Details of Loans Given, Investments Made and Guarantee Given Covered U/S 186 (4) of the Companies Act, 2013

During the Financial year 2015-2016 the Company, has not given any loans, covered under the provisions of Companies Act, 2013.

The Details of Investments made by company is given in the notes to the financial statements

Director's Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them,

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures
- b) The Directors had selected such accounting policies and applied them consistently and make judgments and estimates that are 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 and loss of the company for that period
- c) The Directors had taken proper and sufficient care for the 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 fraud and other irregularities

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- d) The Directors had prepared the annual account on a going concern basis and
- e) The Directors in case of the listed company, had laid down the internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Statutory Auditors, their Report and notes to financial statements

In the last AGM held on 30th September, 2015 M/s, Arun Jain & Associates, Chartered Accountants have been re-appointed as the Statutory Auditors of the Company for a period of 3 years. Ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

As required under the provisions of Section 141 of the Companies Act, 2013 the Company has obtained a written Certificate from the above Auditors proposed to be re-appointed to the effect that their re-appointment, if made, is in accordance with the conditions specified in the said Section.

No qualification, adverse remarks or disclaimer were made by the Statutory Auditors with regard to the financial statements for the financial year 2015-16.

Internal Auditor

The Company has appointed M/s. Mayur Thacker & Associates, Chartered Accountants, as its internal auditors for the financial year 2015-2016. The reports of internal auditors are discussed in the Audit Committee Meetings.

Cost Audit

As per the Cost Audit Orders, Cost Audit is not applicable to the Company.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Rupa Gupta, Company Secretary (CP No.11691, ACS 29332) to undertake the secretarial audit of the Company. Secretarial Audit Report is given in Annexure to this Report. The report is self-explanatory and don't call for any further comments.

Related Party Transactions

The detail of transaction entered into with the Related Parties are enclosed as Annexure- IV

Human Resources

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your company thrust is on the promotion of talent internally through job rotation and job enlargement.

Risk Management

In terms of the requirement of the Act, the Company has developed and implemented the Risk Management Policy and the Audit Committee of the Board reviews the same periodically.

Remuneration Policy for Directors, Key Managerial Personnel and other employees

This policy sets out the guiding principles for the Nomination, Remuneration Committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the Company.

Significant and Material Order Passed by the Regulators

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations.

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Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy framed to deal with instances of fraud and mismanagement, if any. The details of the policy is explained in the Corporate Governance Report and also posted on the website of the company and the website is www.unishire.com.

Code of Conduct

The Board of Directors has approved the Code of Conduct which is applicable to the members of the Board and all employees in the course of day to day business operations of the company. The Code lays down the standard procedure which is expected to be followed by the Directors and Designated Employees in their business dealings and in particular on matters relating to integrity in the work place.

Prevention of Insider Trading

The Company has adopted a code of conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires clearance for dealing in the Company's shares and prohibits the purchase or sale of company shares by the directors and the designated employees while in possession of unpublished price sensitive information in relation to the company and during the period when the Trading window is closed. The Board is responsible for implementation of the Code.

Directors and Key Managerial Personnel

During the year there was no changes in the composition of Board of Directors, none of the directors have resigned during the year.

Transfer of Amounts to Investor Education and Protection Fund

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which are required to be transferred to Investor Education and Protection Fund (IEPF).

Fixed Deposits

Your Company has not accepted any fixed deposits and as such no principal or interest was outstanding as on the date of the Balance sheet.

Management Discussion and Analysis

Management Discussion and Analysis report of the Company for year under review as required under Regulation 17 of Listing Regulation is given as a separate Statement in the Annual Report. Annexure-II

Material Changes

There are no material changes and commitments affecting the financial position of the company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Particulars of employees

None of the employee fall under the purview of the provisions provided under the Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 whose details are required to be disclosed.

Listing

The shares of your company continued to be listed at Bombay Stock Exchange Limited. Listing fee has been paid for the financial year 2016-17.

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Acknowledgement

The Board places on record its sincere appreciation for the continued support from the relevant Government Authorities, Promoters, Shareholders, Suppliers, Customers, and other business associates, for their strong support.

Date: 27-08-2016

Place: Kolkata

For and on Behalf of the Board
Unishire Urban Infra Limited
Pratik K Mehta (DIN: 013806506)
Managing Director

ANNEXURE FORMING PART OF THE DIRECTORS' REPORT

A. CONSERVATION OF ENERGY

The Company uses electric energy for its equipment such as office equipment, computers, lighting and utilities in the work premises. As an ongoing process, the following measures are undertaken to conserve energy:

- a) Implementation of viable energy saving proposals.
- b) Installation of automatic power controllers to save maximum demand charges and energy.
- c) Training front-end operational personnel on opportunities of energy conservation.
- d) Awareness and training sessions for maintenance personnel conducted by experts.

B. TECHNOLOGY ABSORPTION

The Company believes that technological obsolescence is a practical reality. Our research activities will help us to **prepare for future growth** & opportunities. Our objective is to carry out applied research in the areas that are closely related to realization of the business objectives of the Company and seek to en cash available business opportunities.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings and Outgo during the year under review and the previous financial year.

Date: 27-08-2016

Place: Kolkata

For and on Behalf of the Board
Unishire Urban Infra Limited
Pratik K Mehta (DIN: 013806506)
Managing Director

UNISHIRE URBAN INFRA LIMITED

Annexure-1

Form AOC-I

(Pursuant to first proviso to sub-section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient of the financial statement of subsidiaries/associate companies/joint ventures

Part A: Subsidiaries

SL No	Name of the Subsidiary	Share Capital	Reserves & Surplus	Total Assets	Investments	Turnover	% of Shareholding	
							Equity Share Capital	Preference Share Capital
1.	Ratna Kamal Solutions Pvt. Ltd	5,00,000	0	5,00,000	5,39,000	Nil	99.80%	Nil
2.	Fliege Realtors Pvt. Ltd	5,00,000	0	5,00,000	5,39,000	Nil	99.80%	Nil

None of the above subsidiaries have been liquidated or sold during the year.

As per our report of even date

For Arun Jain & Associates

Chartered Accountants

FRN. 325867E

Arun Kumar Jain

Proprietor

ICAI Membership No. 053693

Kolkata, May 30, 2016

For and on behalf of the Board of Director

Pratik K Mehta

Managing Director

Vinay K Mehta

Non- Executive Director

Ishita Tamret

Company Secretary & Compliance Officer

Annexure II

MANAGEMENT'S DISCUSSION AND ANALYSIS

INDUSTRY, STRUCTURE AND DEVELOPEMENT

ECONOMIC OVERVIEW

The overall economy continue to decline during the year under the review and all economic indicators such as GDP, Industrial Growth rate, etc. speak out the dismal business conditions prevalent during the year under review. The only silver lining was that at the end of the year the inflation rate had moderated. The infrastructure sector is closely linked with the national economy and therefore bore the brunt of the slowdown. However considering that targets of growth of the economy cannot be achieved without infrastructure growth, ambitious plans for investment into various sectors of infrastructure. It is therefore expected that going forward some of the factors that have held up infrastructure growth will be resolved.

BUSINESS OVERVIEW

We are currently engaged in the business of real estate development and construction. Our company is also engaged in equity shares trading and investing activities. Our operation will span all aspects of real estate development, from the identification and acquisition of land, the planning, execution and marketing of our projects, through to the maintenance and management of our completed developments.

OPPORTUNITIES AND THREATS

The performance of capital market in India has a direct correlation with the prospect of economic growth and political stability. Though the growth projections for FY 2015-16 appear reasonable, there are certain downside risks such as pace and shape of global recovery, effect of withdrawal of fiscal stimulus and hardening of commodity prices. Our business performance may also be impacted by increased competition from local and global players operating in India, regulatory changes and attrition of employees. With growing presence of players offering advisory service coupled with provision of funds for the clients' needs, we would face competition of unequal proportion.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company deals in real estate development and construction and investing activities.

OUTLOOK

The outlook for the industry and the company looks bright and new markets in the global arena are being developed by the company. The Company is also focusing on cost cutting and increased productivity to enhance its competitiveness.

RISKS AND CONCERNS

As an enterprise with presence in different segments of infrastructure industry as well as dealing in investment segments and considering the high levels of economic volatility currently witnessed in the global markets, the Company is exposed to a number of risks that impact our businesses in varying measures. It is imperative to identify and address these risks and at the same time leverage opportunities for achieving the set objectives. The Company's risk management framework is in line with the current best practices and effectively addresses the emerging challenges in a dynamic business environment.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has implemented a comprehensive system of internal controls and risk management systems for achieving operational efficiency, optimal utilization of resources, credible financial reporting and compliance with local laws. These controls are regularly reviewed by both internal and external agencies for

UNISHIRE URBAN INFRA LIMITED

its efficiency and effectiveness. Management information and reporting system for key operational activities form part of overall control mechanism.

CAUTIONARY STATEMENT

Certain statements under "Management Discussion & Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statement within the meaning of applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could materially differ from those expressed or implied, since the Company's operations are influenced by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The details of the financial performance are appearing in the financial statements separately. The highlights of the same are also mentioned in the Directors' Report.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.

Human Resource is a function in organizations designed to maximize employee performance in service of their employer's strategic objectives. The Company recognizes that its success is deeply embedded in the success of its human capital. During 2015-2016, the company further strengthened its infrastructure and systems to support its operations.

Date: 27-08-2016
Place: Kolkata

For and on Behalf of the Board
Unishire Urban Infra Limited
Pratik K Mehta (DIN: 013806506)
Managing Director

UNISHIRE URBAN INFRA LIMITED

Annexure III CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate governance refers to the set of systems, principles and processes by which a company is governed. Your Company is committed to adopt the best practices of Corporate Governance. "Unishire" believes that good Corporate Governance is essential to achieve long-term corporate goals and to enhance stakeholders' value.

Corporations around the world are recognizing that sustained growth of their organization requires cooperation of all stakeholders, which requires adherence to the best corporate governance practices. In this regard, the management needs to act as trustees of the shareholders at large and prevent asymmetry of benefits between various sections of shareholders, especially between the owner-managers and the rest of the shareholders.

Keeping in view your Company's ultimate objective is to constantly promote and enhance the stakeholders' legitimate interests.

2. COMPOSITION OF THE BOARD

The Board consists of Four (4) Directors, including one Executive/Managing Director. Three (3) Non-Executive Director; out of them two (2) are Independent Directors. The Independent Directors are actively contributing in the deliberations of the Board, covering all strategic policy matters and strategic decisions. During the year, nine board meetings were held on. The company's last Annual General Meeting was held on 30th September, 2015.

The particulars of Directors, their attendance during the financial year 2015-2016 and also other Directorships and Board Committee Representations of Public Limited Companies are as under:

Name of the Director & Designation	Category	Attendance		Other Board Representation*	
		No. of Board Meetings	Last AGM	Directorship/ Chairman	Committee #
Mr. Kirti K Mehta	Chairman	3	No	6	Nil
Mr. Pratik K Mehta Managing Director	Executive	6	No	7	Nil
Mr. Vinay K Mehta	Non-Executive Non Independent	6	No	5	Nil
Mr. Suresh Kumar Patni	Non-Executive Independent	4	Yes	2	Nil
Mrs. Reena Jain	Non-Executive Independent	4	Yes	NA	Nil

3. AUDIT COMMITTEE

The terms of reference of the Audit Committee including its role & powers are as specified in 177 of the Companies Act, 2013 and also of the Listing Agreement, as amended from time to time. The Audit Committee consists of two independent directors Mr. Suresh Kumar Patni and Mrs. Reena Jain and one Non-Independent Director Mr. Vinay K Mehta. Mr. Suresh Kumar Patni has been designated as chairman of the committee. All the members of the committee are financially literate. The Company Secretary of the Company acts as the Secretary to the Audit Committee.

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The committee met 6 times during the financial year ended March 31st, 2016. The composition of the Audit Committee and the details of the meetings of the Committee attended by the Directors during the financial year 2015-16, are given below:

Name of Member	Category	No. of meetings attended
Suresh Kumar Patni	Independent Non-Executive Director	6
Reena Jain	Independent Non-Executive Director	6
Vinay Kirti Mehta	Non Independent Director	1

Review of information by the Audit Committee

During the year, besides the regular review of the financial reporting processes, financial statements, internal control systems of the company and compliance with regulatory guidelines were reviewed. The Committee held regular interaction with Statutory Auditors to benefit from their professional perspective on the Company's Accounts.

4. NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted pursuant to section 178 of the Companies Act, 2013 and the Clause of the Listing Agreement entered into with the Stock exchange for considering the appointment, removal, fixing/determination of remuneration of Managing Directors, the Key Managerial Personnel and to review the same from time to time and for carrying out evaluation of every director's performance

The Committee met 7 times during the financial year March 31st, 2016. The composition of the Nomination & Remuneration Committee and the details of the meetings of the Committee attended by the Directors during the financial year 2015-16, are given below:

Name of the Member	Category	No. of Meeting Attended
Mr. Suresh Kumar Patni	Independent –Non-Executive Director	7
Mrs. Reena Jain	Independent –Non-Executive Director	7
Mr. Vinay Kirti Mehta	Non-Executive Director	0

Remuneration Policy:

The Independent as well as Non-Executive Directors of the company are paid remuneration through sitting fees. The details of sitting fees paid to the Directors and salary paid to the Managing Director of the Company during the year 2015-2016 are given below:

Name of the Director/KMP	Sitting Fees		Total
	Board Meeting	Committee Meeting	
Mr. Vinay Kirti Mehta Non-Executive	7200	7200	14400
Mr. Suresh Kumar Patni Independent-Director	4800	16800	21600
Mrs. Reena Jain Independent-Director	4800	15600	20400
	Salary		Total

UNISHIRE URBAN INFRA LIMITED

Mr. Pratik Kirti Mehta, Managing Director	50000		50000
Service Contract		5 years from 19 th November, 2013	
Mr. Ashok Gupta Chief Executive Officer			
Mr. Surya Bishnoi Chief Financial Officer			
Ms. Ishita Tamret Company Secretary			

Performance Evaluation

The criteria for performance evaluation cover the areas relevant to the functioning as Independent Directors such as preparation, participation, conduct and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation of the Directors who are subject to evaluation had not participated.

5. SHAREHOLDER'S GRIEVANCE & SHARE TRANSFER COMMITTEE

The committee comprises of Mr. Pratik K Mehta, Managing Director as Chairman Mr. Vinay K Mehta and Mr. Suresh Kumar Patni as its members. The Company Secretary acts as Secretary to the Committee. Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their telephone numbers and email addresses to facilitate prompt action.

COMPLIANCE OFFICER

The Company has appointed Ms. Ishita Tamret as a Compliance Officer within the meaning of Listing Agreement. The Composition of the Shareholder's Grievance and Share Transfer Committee and details of the meeting attended by the Directors are given below:

Name of the Member	Category	No. of Meeting Attended
Mr. Pratik Kirti Mehta	Managing Director	5
Mr. Vinay Kirti Mehta	Non-Executive Director	5
Mr. Suresh Kumar Patni	Independent – Non-Executive Director	1

During the year 2015-2016, the company had not received any complaints from the investor. As on 31st March, 2016 there were no investor grievances pending and no transfer were pending for approval.

INDEPENDENT DIRECTORS MEETING:

During the year under review, the Independent Directors met on March 31, 2016 inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole
2. Evaluation of the performance of the Chairman of company, taking into account the views of the Executive and Non-Executive Directors
3. Evaluation of the quality, content and timelessness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties. All Independent Directors were present at the meeting

UNISHIRE URBAN INFRA LIMITED

6. GENERAL BODY MEETINGS

a) Particulars of Annual General Meetings (AGM) held during last three years:

Financial Year	Date	Venue	Time	Special Resolutions Passed
2015-2016	30 th September 2015	873, Block-A, Lake Town, Kolkata-700089	11.00A.M.	No
2014-2015	30 th September 2014	1, Crooked Lane, Kolkata-700069	11.00A.M.	Yes, Appointment of Independent Directors
2013-14	30 th September 2013	1, Crooked Lane, Kolkata-700069	3.00P.M.	Yes, Regularization of new Directors appointment.

b) Details of Extra-ordinary General Meeting held during the year-

EGM of the Company has been held on December 18th, 2015 as the whole procedure of conducting the EGM was treated as invalid as there was an error occurred in the voting procedure. So the entire process of EGM was taken as invalid and there was no malafied intention involved in this.

c) Details of Special Resolution is proposed to be conducted through postal ballot-

The Company had dispatched to all the shareholders, the notice of Postal Ballot dated January 19th, 2016 on January 24th 2016 by courier and by email u/s 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules 2014. The Report submitted by the Scrutinizer was taken on record and Chairman announced the results of the voting by Postal Ballot for the following"

2) *Item No.1 Utilization of IPO Proceeds*

Votes cast in favor of the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	04	6500000	99.84
Polling Paper	NIL	NIL	00
Total	04	6500000	99.84

Votes cast against the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	01	10000	0.16
Polling Paper	NIL	NIL	00
Total	01	10000	0.16

Item No.2 To Amend Main Object of the MOA of the Company

Votes cast in favor of the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	04	6500000	99.84
Polling Paper	NIL	NIL	00
Total	04	6500000	99.84

Votes cast against the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	01	10000	0.16

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Polling Paper	NIL	NIL	00
Total	01	10000	0.16

Item No.3 To Amend Articles of Association of Company

Votes cast in favor of the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	04	6500000	99.84
Polling Paper	NIL	NIL	00
Total	04	6500000	99.84

Votes cast against the Resolution

Mode of Voting	Total No of members casted there vote	Total No of Votes cast	% of Total no of Votes cast
E-Voting	01	10000	0.16
Polling Paper	NIL	NIL	00
Total	01	10000	0.16

The Chairman thereafter stated that the resolution at the item no.1,2,3 of the postal ballot set out in the notice dated January 19th 2016 were duly passed by the requisite majority of the shareholders.

7. DISCLOSURES

- The company has complied with all the requirements relating to related party transactions and the details were reported in financial statements. The Register of contracts containing the transactions in which Directors are interested is regularly placed at the Board Meetings.
- The Company has complied with all the requirements of the listing agreement with Stock Exchanges as well as the applicable Regulations and guidelines prescribed by SEBI.
- There were no penalties imposed on the Company by Stock Exchanges or SEBI, or an statutory authority for non-compliance of any matter related to capital markets
- The Company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has a Vigil Mechanism (Whistle Blower Policy wherein the employees and others as included in the policy are free to report violations of laws, rules, regulations or unethical conduct to the vigilance officer and no personnel has been denied access to the Audit Committee. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

8. MEANS OF COMMUNICATION

The Half Yearly and Annual Results of the Company are e-mailed to the Stock Exchanges on which the company's shares are listed, immediately of closure of meeting of the Board of Directors in accordance with the Listing Agreement. These were not sent individually to the shareholders. Official news releases, including on the half-yearly and annual results, are also posted on the Company's website www.unishire.com.

Management Discussion and Analysis forms part of the Annual Report will be posted to the shareholders of the Company. Detailed information in this regard is provided in section "Shareholders Information" which forms part of this Annual Report.

UNISHIRE URBAN INFRA LIMITED

9. GENERAL SHAREHOLDERS INFORMATION

i) Date, Time and Venue of the AGM:

The 25th Annual General Meeting of the Company will be held on September 30, 2016 Friday at 1, Crooked Lane, First Floor, Kolkata-700 069

ii) Financial Year

The Company's Financial Year starts on April 1st, 2015 and ends on March 31st, 2016

iii) Dividend Payment

The Board of Directors have not recommended dividend on the Equity Shares for the Financial Year ended March 31st, 2016

2) Date of Book Closure

Register of Members/Register of Share Transfer books will remain close from Thursday, September 22, 2016 to Friday, September 30, 2016 (both days inclusive)

2) Listing on Stock Exchange & Stock Code

The Company's Equity Shares are listed on the Bombay Stock Exchange Ltd on SME Platform with stock code 537582 and the Company has paid the appropriate listing fees for the financial year 2015-2016

2) Market Information

Month	Price on BSE (₹) & Volume			Closing BSE Sensex
	High (Rs.)	Low (Rs.)	Volume (No. of Shares)	
April, 2015	9.00	7.70	30,000	27,011.31
May, 2015	12.25	8.50	8,70,000	27,828.44
June, 2015	12.40	9.93	5,60,000	27,780.83
July, 2015	10.40	8.00	4,50,000	28,114.56
August, 2015	10.45	9.50	3,20,000	26,283.09
September, 2015	-	-	-	26,154.83
October, 2015	8.13	8.13	50,000	26,656.83
November, 2015	10.40	9.90	5,10,000	26,145.67
December, 2015	10.30	8.50	2,80,000	26,117.54
January, 2016	10.15	10.00	70,000	24,870.69
February, 2016	13.25	11.49	240,000	23,002.00
March, 2016	10.00	10.00	90,000	25,341.86

v) Registrar & Transfer agents:

Purva Shareregistry (India) Pvt. Ltd
 No.9, Shiv Shakti Ind. Estate,
 Ground Floor, J.R.Boricha Marg,
 Lower Parel, Mumbai-400011
 Phone No : 022- 2301 8261
 Fax No : 022-2301 2317
 e-mail : busicomp@vsnl.com

vi) Share Transfer System:

Physical Form:

Share Transfer in physical form can be lodged either at the Registered Office of the Company or with Purva Shareregistry (India) Pvt. Ltd., the Registrars & Transfer Agents, at the above-mentioned address or any of their branch offices, addresses of which are available on their website.

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Transfers are normally processed within 15 days from the date of receipt, provided the documents are complete in all respects. Certain executives (including the Managing Director) are severally empowered to approve transfers.

Demat Form:

The Company has made arrangements to dematerialize its shares through National Securities Depository (NSDL) and Central Depository Services (India) Limited (CDSL) and Company's ISIN No. INE210P01015.

ix) Distribution Schedule as on 31st March 2016

Shareholding of nominal value		Shareholders		Share Amount	
Rs.		Number	%to total	Rs.	%to total
40001-50000		1	0.20	50000	0.02
500001-100000		339	67.13	33885000	13.91
100001 AND ABOVE		165	32.67	209650000	86.07
TOTAL		505	100.00	243585000	100.00

Shareholding pattern as on 31st March, 2016

Sl.No.	Category	No. of Shares	%
I.	Promoters/Associate companies, etc	6500000	26.68
II.	Financial Institutions	-	-
III.	Foreign Financial Institutions	-	-
IV.	OCBs/Foreign Companies	-	-
V.	Other Bodies Corporate/Trusts	7850000	32.23
VI.	Directors & Relatives	-	-
VII.	General Public	10008500	41.09
	TOTAL	24358500	100.00

Shareholding more than 1% of the Equity Share capital as on 31st March, 2016:

Sl.No.	Name of shareholders	No. of Shares	%
1.	Green Gold Plantation & Nursery Limited	1120000	4.59
2.	Oasis Agro Products Limited	1040000	4.26
3.	Indus Vanijya Pvt. Limited	930000	3.81
4.	Misty Commercial Pvt. Limited	879695	3.61
5.	BMA Wealth Creators Limited	830000	3.40
6.	S L Trades and Finance India Pvt. Limited	600000	2.46
7.	Fort Share Broking Pvt. Limited	400000	1.64
8.	Rajrath Merchants Pvt. Limited	370000	1.51
9.	Alert Tradelink Pvt. Limited	360000	1.47
10.	Tulip Tradecom Pvt. Limited	270000	1.10
11.	Porotech Merchants Pvt. Limited	250000	1.02
12.	Rupali S Agarwal	250000	1.02
13.	Sanchiti Agarwal	250000	1.02

x) Dematerialization of shares and liquidity:

99.10% of the share capital of the Company had been dematerialized till March 31, 2016. The Company's shares are frequently traded on BSE – SME Segment.

xi) The Company has no outstanding GDR/ADR/Warrants or any convertible instruments:

UNISHIRE URBAN INFRA LIMITED

xii) Address for correspondence : 873, Block-A, Lake Town
Ground Floor, Kolkata-700089
Tel: 033-25349016
Fax: 033-22428966
E-mail: unishire_urban@yahoo.com
uni_urbaninfra@unishire.com
Website: www.unishire.com

For and on Behalf of the Board
Unishire Urban Infra Limited
Pratik K Mehta (DIN: 013806506)
Managing Director

Date : 27.08.2016
Place : Kolkata

Annexure-IV
Form No. AOC-2

(Pursuant to clause (h) of sub-section 134 of the Act and
Rule 8(2) of the Companies (Accounts) Rules, 2014

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:- NIL
2. Details of material contracts or arrangement or transactions at arm's length basis
 - a. Name(s) of the related party and nature of relationship: No
 - b. Nature of contracts/arrangements/transactions: No
 - c. Duration of the contracts/arrangements/transactions: No
 - d. Salient terms of the contract or arrangements or transactions including the value, if any: No
 - e. Date(s) of approval by the Board in their meeting, if any: No
 - f. Amount paid as advances, if any: No

For and on Behalf of the Board
Unishire Urban Infra Limited
Pratik K Mehta (DIN: 013806506)
Managing Director

Date : 27.08.2016
Place : Kolkata

Annexure-V
Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

i)	CIN	L67190WB1991PLC051507
ii)	Registration Date	24-04-1991
iii)	Name of the Company	Unishire Urban Infra Limited
iv)	Category/sub category of the Company	Public Company/Limited by shares
v)	Address of the Registered office & contact details	873, Block A, Lake Town, Ground Floor, Kolkata-700089 Tel: 033-25349016 Fax: 033-22428966
vi)	Whether Listed Company	Yes
vii)	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry India Pvt. Ltd Unit no. 9, Shiv Shakti Ind. Estt.J .R. Borichamarg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400011 Tel: 022-2301 6761 / 8261 Fax : 022 – 2301 2517

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products /services	NIC Code of the Product /service	% to total turnover of the company
1.	Treasury Operations & Trading/Investment in securities market	66110	100

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. NO	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares Held	Applicable Section
1	Ratna Kamal Solutions Pvt. Ltd 1, Crooked Lane, 1 st Floor, R.N.126 Kolkata-700089	U74900WB2016PTC209908	Subsidiary Company	99.8	2(87)
2	Fliege Realtors Pvt. Ltd 1, Crooked Lane, 1 st Floor, R.N.126 Kolkata-700089	U70102WB2016PTC209928	Subsidiary Company	99.8	2(87)

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4. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year 01-Apr-15				No. of Shares held at the end of the year 31-Mar-16				% Change during the year
	Demat	Physical	Total	%of Total shares	Demat	Physical	Total	%of Total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	6500000	-	6500000	26.68	6500000	-	6500000	26.68	
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	
c) Bodies Corporates	-	-	-	-	-	-	-	-	
d) Bank/FI	-	-	-	-	-	-	-	-	
e) Any other	-	-	-	-	-	-	-	-	
SUB TOTAL: (A)/(1)	6500000	-	6500000	26.68	6500000	-	6500000	26.68	
(2) Foreign									
a) NRI-individuals	-	-	-	-	-	-	-	-	
b) Other individuals	-	-	-	-	-	-	-	-	
c) Bodies Corporates	-	-	-	-	-	-	-	-	
d) Banks/FI	-	-	-	-	-	-	-	-	
e) Any other	-	-	-	-	-	-	-	-	
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	
Total Shareholding of Promoter (A)=(A)/(1)+(A)/(2)	6500000	-	6500000	26.68	6500000	-	6500000	26.68	
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks/FI	-	-	-	-	-	-	-	-	
c) Central govt.	-	-	-	-	-	-	-	-	
d) State Govt.	-	-	-	-	-	-	-	-	
e) Venture Capital Fund	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	
g) FIIS	-	-	-	-	-	-	-	-	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	
i) Other (specify) (Foreign Portfolio Investor)	-	-	-	-	-	-	-	-	
SUB TOTAL (B)(1):	-	-	-	-	-	-	-	-	
(2) Non Institutions									
a) Bodies corporate									
i) Indian	6380470	-	6380470	26.19	7850000	-	7850000	32.22	
ii) Overseas	-	-	-	-	-	-	-	-	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	3319530	-	3319530	13.63	2718500	-	2718500	14.11	
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakhs	5838500	170000	6008500	24.67	4740000	170000	4190000	17.20	
c) Others (specify)									

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NRI	-	-	-	-	-	-	-	-	-
HUF	2100000	50000	2150000	8.83	1400000	50000	1450000	5.95	
Clearing Member	-	-	-	-	930000	-	930000	3.82	
SUB TOTAL (B)(2):	17638500	220000	17858500	73.32	17638500	220000	17858500	73.31	
Total Public Shareholding (B)=(B)(1)+(B)(2)	17638500	220000	17858500	73.32	17638500	220000	17858500	73.31	
C. Share held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
Grand Total (A+B+C)	24138500	220000	24358500	100	24138500	220000	24358500	100	

(ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	
1	Mr. Kirti Kantilal Mehta	1658900	6.81	-	1658900	6.81	-	
2.	Mrs. Nutan Kirti Mehta	1610700	6.61	-	1610700	6.61	-	
3.	Mr. Pratik Kirti Mehta	1610700	6.61	-	1610700	6.61	-	
4.	Mr. Vinay Kirti Mehta	1619700	6.64	-	1619700	6.65	-	
	Total	6500000	26.68	-	6500000	26.68	-	

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SI. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	6500000	26.68	6500000	26.68
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer /bonus/sweat equity etc):	NO CHANGE			
	At the End of the year	6500000	26.68	6500000	26.68

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SI. No.	Top 10 Shareholders	Shareholding at the beginning of the year 01 April, 2015		Shareholding at the end of the year 31 March, 2016	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Green Gold Plantation & Nursery Ltd	1000000	4.10	1120000	4.59

UNISHIRE URBAN INFRA LIMITED

2	Oasis Agro Products Limited	760000	3.12	1040000	4.26
3	Shree Bahubali Int. Ltd	620000	2.54	140305	0.57
4	SL Trade & finance India Pvt. Ltd	520000	2.13	600000	2.46
5	Misty Commercial Pvt. Ltd	470000	1.92	87969	0.36
6	Fort Share Broking Pvt. Ltd	400000	1.64	40000	0.16
7	Indus Vanijya Pvt. Ltd	350000	1.43	930000	3.81
8	Rajrath Merchants Pvt. Ltd	330000	1.35	370000	1.51
9	Rupali S Agarwal	250000	1.02	250000	1.02
10	Purotech Merchants Pvt. Ltd	250000	1.02	250000	1.02
11	BMA Wealth Creators Ltd	250000	1.02	830000	3.40
12	Alert Tradelinks Pvt. Ltd	-		360000	1.47
13	Tulip Tradecom Pvt. Ltd	-		270000	1.10

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1.	Mr. Pratik K Mehta-Managing Director	1610700	6.61	1610700	6.61
2.	Mr. Vinay K Mehta-Director	1619700	6.64	1619700	6.64
	Date wise Increase /Decrease in Shareholding during the Year specifying the reasons for increase /decrease (e.g. allotment /transfer /bonus/sweat equity etc): NO CHANGE				
	At the End of the year				
1.	Mr. Pratik K Mehta-Managing Director	1610700	6.61	1610700	6.61
2.	Mr. Vinay K Mehta-Director	1619700	6.64	1619700	6.64

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans (b)	Deposits (c)	Total Indebtedness (a+b+c)
Indebtness at the beginning of the financial year – 01-April-2015				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	-	-	-	-
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reductions	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year -31-March-2016				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. Pratik K Mehta-Managing Director	WTD	Manager	
1.	Gross salary	50000	-	-	50000

UNISHIRE URBAN INFRA LIMITED

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961				
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission –as % profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	50000	-	-	50000

B. REMUNERATION TO OTHER DIRECTORS:*

Particulars of Remuneration	Name of Directors			Total Amount
	Mr. Suresh Kumar Patni-Independent Director	Mrs. Reena Jain-Independent Director	Mr. Vinay K Mehta-Non-Executive Directors	
• Fee for attending board / committee meetings • Commission • Others, please specify				
Total Managerial Remuneration				
Overall Ceiling as per the Act				

* Details are already given in the Annexure-III Corporate Governance Report

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Mr. Ashok Gupta Chief Executive Officer	Ms Ishita Tamret Company Secretary	Mr. Surya Bishnoi Chief Finance Officer	Total Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	- - -	- - -	- - -	- - -
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission –as % profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no penalties, punishment or compounding of offences during the year ended March 31st, 2016

UNISHIRE URBAN INFRA LIMITED

Form No. MR-3

Secretarial Audit Report

For the Financial Year Ended: 31st March, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members of Unishire Urban Infra Ltd

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Unishire Urban Infra Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided is a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year ended on March 31st, 2016 (the audit period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes' books, forms, and returns filed and other records maintained by the Company during the audit period according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder; The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iii. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent o Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (not applicable to the company during the audit period)
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1990 (SEBI Act):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Bases Employee Benefits) Regulation, 2014 w.e.f. October 28, 2014; (Not Applicable to the Company during the Audit Period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

UNISHIRE URBAN INFRA LIMITED

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit Period);
- v. We have been informed by the company that there are no laws specifically applicable to the company.
- vi. We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with BSE Ltd.,
- vii. We have also examined compliance by the Company with:
 - a) the Secretarial Standards issued by the Institute of Company Secretaries of India have been generally complied with
 - b) applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that:

The Board of directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that based on the statements of compliances of applicable laws placed before the Board Meetings; there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the company has passed the following resolutions which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc.

Rupa Gupta
Company Secretaries
CP No.11691, ACS 29332
Kolkata, August 27, 2016

UNISHIRE URBAN INFRA LIMITED

MANAGING DIRECTOR, CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER CERTIFICATE

To

The Board of Directors,
Unishire Urban Infra Ltd

We have reviewed the financial statements and the cash flow statements of Unishire Urban Infra Ltd ("the Company") for the financial year ended 31st March, 2016 and certify that:

- A. These statements, to the best of our Knowledge and belief :
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Issuer's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, there are no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, of which we are aware and the steps taken and proposed to be taken to rectify these deficiencies.
- D. We have also indicated to the auditors and the Audit committee:
 - i. Significant changes in the internal controls with respect to financial reporting during the year and the achievement of adequate internal controls within the Company's ERP system;
 - ii. Significant changes in accounting policies during the year and these have been disclosed in the notes to the financial statements;
 - iii. To the best of our knowledge and belief, there are no instances of significant fraud involving either the Management or employees having a significant Role in the Company's internal control systems with respect to financial reporting.

Date: 27.08.16

Place: Kolkata

Pratik K. Mehta
Managing Director

Ashok Gupta
Chief Executive Officer

Surya Bishnoi
Chief Financial Officer

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UNISHIRE URBAN INFRA LIMITED

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To

The members of Unishire Urban Infra Limited,

We have examined the compliance of conditions of Corporate Governance by M/s Unishire Urban Infra Limited for the year ended 31st March, 2016, as stipulated in clause 49 of the Listing agreement entered into by the Company with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Guarantee. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanations given to us, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the above- mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Arun Jain & Associates
Chartered Accountants
(Firm Reg. No. 325678E)

Arun Kumar Jain
Proprietor
Membership No. 053693

Place: Kolkata
Date: 27.08.2016

UNISHIRE URBAN INFRA LIMITED

INDEPENDENT AUDITOR'S REPORT

The Members of Unishire Urban Infra Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone Financial Statements of Unishire Urban Infra Limited. ("the Company"), which comprise of the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company 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) Rule, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgment 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 standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud error.

Auditor's responsibility

Our responsibility is to express an opinion on these standalone 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 provision of the Act the Rules made there under.

We conducted our audit in accordance with the Standard 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 stand alone financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the 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 standalone Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 aforesaid standalone Financial Statements given the information required by the Act in the manner so required and given a true and fair view conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

UNISHIRE URBAN INFRA LIMITED

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 Act, we give in the Annexure 'A' a statement on the matters specified in paragraph 4 and 5 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 explanation which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Financial Statement comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
 - e. In the opinion, the audit we have not come across any financial transactions or matters that have any adverse effect on the functioning of the company.
 - f. On the basis of the written representations received from the directors as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act,
 - g. With respect to the adequacy of the internal financial controls, refer to our separate Report Annexure 'B'.
 - h. With respect to the other matters to be 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 explanations given to us;
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long term contracts including derivative contracts.
 - iii. There are no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

For, Arun Jain & Associates,
Chartered Accountants,
FRN: 325867E
Arun Kumar Jain
Proprietor
Membership No. 053693
Kolkata, May 30, 2016.

**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STAND ALONE
FINANCIAL STATEMENTS OF UNISHIRE URBAN INFRA LIMITED [Referred to in para.2(9) under the heading
'Report on Other Legal and Regulatory Requirements']**

1. a. The company is maintaining proper records showing full particulars, including quantitative details and details about the situation of Fixed Assets.
- b. These Fixed Assets have been verified by the Management at reasonable intervals. According to information and explanations given to us no material discrepancies have been noticed on such verification.
- c. The title deeds of immovable properties belonging to the company are held in the name of the company.

UNISHIRE URBAN INFRA LIMITED

2. Physical verification of inventory has been conducted by the management during the year under review at reasonable intervals. According to information and explanation given to us no material discrepancies have been noticed.
3. The Company has not granted any loans, secured or unsecured, to companies, firm Limited Liability Partnership or other parties covered in the registered maintained under section 189 of the Companies Act, 2013.
4. The company has not granted any loans or provided security or guarantees to which provisions of section 185 apply. As regards the investments made to and explanation guarantees to which provisions of section 189 of the Companies Act, 2013.
5. The company has not accepted any Deposits.
6. In respect of the records maintained by the company in accordance with the Rule made by the Central Government regarding maintenance of Cost Records under the provisions of subsection (1) of section 148 of the Companies Act, 2013, we have broadly reviewed the same and we are the opinion that the prescribed accounts and records have been kept and maintained. However we have not carried out a detailed audit of the same.
7.
 - a. The company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, sales Tax, Service Tax, Customs and excise Duty or Value Added Tax, Cess and other statutory dues applicable to it with the appropriate authorities.
 - b. The company did not incur any dues on account of any dispute in respect of Sales Tax, Customs and Excise Duty or Value Added Tax During the year under review. I.
8. The company has not defaulted in repayment of loans/borrowings from Financial Institutions, Banks. the company does not have any borrowings from Government or Debenture Holders.
9. The company has not raised any monies by way of any Public Offer or Terms Loans during the year under review.
10. To the best of our information and according to explanations given to us no fraud by the company by its officers or employees has been noticed or reported during the year under review.
11. The overall remuneration paid to the Managing Director and Whole Time Directors and the remuneration paid to each of them taken individually is not in excess of the limits specified under section 197 of the Companies Act, 2013.
12. The company is not a Nidhi Company.
13. The transactions with related parties are in compliance with the provisions of section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable Accounting Standards.
14. The company has not made any preferential allotment or private placement of shares or debentures during the year under review.
15. The company has not entered into any non-cash transactions with its Directors or persons connected with them.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, Arun Jain & Associates,
Chartered Accountants,
FRN: 325867E
Arun Kumar Jain
Proprietor
Membership No. 053693

Date : May 30, 2016
Place: Kolkata

UNISHIRE URBAN INFRA LIMITED

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STAND ALONE FINANCIAL STATEMENTS OF UNISHIRE URBAN INFRA LIMITED [Referred to in para.2(9) under the heading 'Report on Other Legal and Regulatory Requirements']

Year ended March 31, 2016

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

We have audited the internal financial controls over financial reporting of Unishire Urban Infra Limited ("the Company") as of March 31, 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. 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.

Auditor's 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 Institute of Chartered Accountants of India 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 requirement and plan and perform the audit to obtain reasonable assurance about whether adequate 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 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 standalone financial statements for external purpose in accordance with generally accepted accounting principles. A company's

UNISHIRE URBAN INFRA LIMITED

internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of record 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 standalone financial statements in accordance with authorizations of management and directors of the company, and (3) provide reasonable assets that could have material effect on the Financial Statements.

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, the Company has, in all material respect, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

For Arun Jain & Associates,
Chartered Accountants,
FRN 325867E

Arun Kumar Jain
Proprietor
Membership No. : 053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Balance Sheet as at March 31, 2016

Particulars	Notes	As at 31 st March, 2016		As at 31 st March, 2015	
Shareholder's Fund					
(a) Share Capital	2	243,585,000		243,585,000	
(b) Reserves & Surplus	3	4,076,582	247,661,582	3825132	247,410,132
Current Liabilities	4				
(a) Other Current Liabilities		272,658,79		167,860	
(b) Short-Term Liabilities		700,818	279,666,97	806,397	974,257
Total			275,628,279		248,384,389
Assets`					
Non Current Assets	5				
(a) Fixed Assets			259,067		348,801
Tangible Assets					
(b) Non Current Investments		19,610,275		78,55,645	
(c) Long term Loans and Advances		20,752,885		20452885	
(d) Other Non Current Assets		979,043	41,342,204	247,9045	101,437,575
Current Assets	6				
(a) Inventory		30,99,368		1162656	
(b) Trade Receivable		17,57,099		5549676	
(c) Cash and Cash Equivalents		16,10,793		270608	
(d) Short Term Loans & Advances		223,351,876		134986930	
(e) Other Current Assets		42,07,873	234,027,009	4628144	146,598,013
Total			275,628,276		248,384,389
Significant Accounting Policies	1				

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date
For Arun Jain & Associates
 Chartered Accountants
 FRN: 325867E

Pratik K Mehta
 Managing Director

Vinay K Mehta
 Director

Ishita Tamret
 Company Secretary

Arun Kumar Jain
 Proprietor
 Membership No.053693
 Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Statement of Profit and Loss for the Year ended March 31, 2016

Particulars	Notes	As at 31st March, 2016		As at 31st March, 2015	
INCOME					
Revenue from Operation	7		47,136		100,000
Other Income	8		22,653,074		15,168,169
Change in Inventory	9		19,367,12		(54,694,350)
Total Revenue			24,636,922		97,98,734
EXPENSE					
Purchase of Stock in Trade	10		27,09,643		
Employee benefits Expenses	11		11,35,079		709,996
Finance Costs	12		7,237		3,048
Depreciation & Amortization Expenses	13		822,524		856,354
Other Expenses	14		19,504,067		7,341,574
Total Expenses			24,1785,50		89,109,72
(Loss)/Profit Before Tax			458,371		887,762
Tax Expense					
Current Tax		(156,500)		(293,075)	
Deferred Tax		(309,96)		(23,057)	
Income Tax related to earlier year		19,425)	(206,921)	(26,445.07)	(343,027)
(Loss)/Profit for the year			251,450		544,735
Earning Per Equity Share					
(1) Basic			0.010		0.022
(2) Diluted			0.010		0.022
Significant Accounting Policies	1				

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

Pratik K Mehta
Managing Director

Vinay K Mehta
Director

Ishita Tamret
Company Secretary

As per our report on even date
For Arun Jain & Associates
 Chartered Accountants
 FRN: 325867E

Arun Kumar Jain
Proprietor
 Membership No.053693
 Kolkata. May 30, 2016.

UNISHIRE URBAN INFRA LIMITED

Cash Flow Statement for the Year 2015-16

Particulars	As at 31.03.2016	As at 31.03.2015
Cash Flow from Operating activity		
Net Profit before taxation, and extraordinary item	458,371	887,762
Adjustment for:		
Depreciation	89,734	123,563
Interest Income	(238,496)	-
Dividend Income	(93,546)	(1,775)
Profit on the sale of Mutual Fund	(8,146,058)	-
Operating Profit before working capital Changes	(7,929,995)	1,009,550
(Increase) / decrease in Inventories	(1,936,712)	5,469,435
(Increase) / decrease in Trade Receivables	3,792,577	21,721
(Increase) / decrease in Short Term Loans & Advances	(88,364,946)	(411,060)
(Increase) / decrease in Other Current Assets	420,271	(439,639)
(Increase) / decrease in Short Term Investments	58,895,370	(2,858,308)
Increase / (decrease) in Short Term Provisions	(105,579)	305,468
Increase / (decrease) in Other Current Liabilities	27,098,019	25,803
Increase / (decrease) in Long Term Loans & Advances	(300,000)	(8,109,885)
Increase/ (decrease) in Non-Current Assets	1,500,002	2,594,294
Cash (used in) / generated from Operations	(6,930,993)	(2,392,621)
Income Tax Paid	(209,921)	(343,027)
Cash flow before extraordinary item	(7,137,914)	(2,735,648)
Extraordinary Activities	-	-
Net cash from Operating activities	(7,137,914)	(2,735,648)
Cash Flow from investing activity		
Purchase of fixed assets	-	(15,500)
Proceed from sale of equipment	-	-
Profit on the sale of Mutual Fund	8,146,058	-
Interest received	238,495	-
Dividends received	93,546	1,775
Net cash from investing activities	8,478,099	(13,725)
Cash Flow from Financing activity		
Finance Charges	-	-
Proceeds from share issued	-	-
Repayment of long term borrowings	-	-
Interest Paid	-	-
Dividends Paid	-	-
Net cash from Financing activities	-	-
Net Increase in cash and cash equivalents	1,340,185	(2,749,373)
Cash and cash equivalents at beginning of period	270,608	3,019,981
Cash and cash equivalents at end of period	1,610,793	270,608

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date

For Arun Jain & Associates

Chartered Accountants

FRN: 325867E

Pratik K Mehta
Managing Director

Vinay K Mehta
Director

Ishita Tamret
Company Secretary

Arun Kumar Jain
Proprietor
Membership No.053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

1. Unishire Urban Infra Limited (the Company) was incorporated on 24th April, 1991. The principal activity of the Company is real estate development, construction financial services, dealing in equity shares.

2. **Significant accounting policies**

- (i) **Basis of Preparation of Financial Statements:**

The accompanying financial statements of the company have been prepared in accordance with Indian GAAP and presented under the historical cost convention on the accrual basis of accounting and comply with the Accounting Standards prescribed by the Companies (Accounting Standards) Rules, 2006 and the relevant provision of the Companies Act, 1956 ("Act") to the extent applicable and the revised Schedule VI to the Act. The accounting policies have been consistently applied by the company. The financial statements are presented in Indian rupees

- (ii) **Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make certain estimates and assumption that affect reported amount of assets, liabilities (including disclosure of contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reporting period. The estimates and assumptions used in the accompanying financial statements are based on management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from those estimates. Any revisions to accounting estimates are recognised prospectively in current and future periods

- (iii) **Fixed Assets**

All tangible assets are stated at cost less accumulated depreciation and amortisation. The cost of the assets includes purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

An Asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to profit & loss account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount

- (iv) **Depreciation / amortization**

Depreciation on all tangible fixed assets is provided on written down value method in terms of Section 350 of the Companies Act, 1956, at the rates prescribed in Schedule XIV to the said act. Assets, each costing ` 5,000 or less are depreciated at 100 % in the year of capitalization

- (v) **Investments**

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as Current Investments. All other Investments are classified as Non Current Investments. Non Current Investments are stated at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments. Current Investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. In case of unquoted securities, where fair market value is not available, lower of break-up value or cost is considered. On disposal of an Investment, the difference between its carrying amount and net disposal proceeds is charged to the statement of profit and loss

- (vi) **Recognition of Income and Expenditure:**

Revenue is recognised and reported to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured Interest Income is recognised as and when the same has accrued on time proportion basis and company's right to receive interest is established Dividend Income is recognised when right to receive the same is established by the reporting date

(vii) Employee Retirement & Other Benefits

Short term employees' benefits are recognised in the period in which employee's services are rendered.

(viii) Income Taxes**Income taxes**

Income tax expense is aggregate of current tax (i.e. amount of tax for the period determined in accordance with the income tax law), deferred tax charges or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) borne by company. Current tax expense is recognised on an annual basis under the taxes payable method, based on the estimated tax liability computed after taking the tax credit for the allowances and exemption in accordance with the Income Tax Act, 1961.

Deferred Taxation

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward losses under the taxation laws, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/ virtually certain (as the case may be) to be realized

(ix) Earning Per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20 - Earnings Per Share, as prescribed by the Rules. Basic earning per shares is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding for the year. Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earning per share have been computed using the weighted number of equity shares and dilutive potential equity shares outstanding at year end

(x) Provisions and Contingencies

The Company creates a provision when there is a present obligation as a result of a past event and it is probable that an outflow of resources would be required to settle the obligation, and in respect of which a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Provision are reviewed at each balance sheet date and are adjusted to reflect the current best estimates. A contingent liability is disclosed unless the possibility of an outflow of resources embodying the economic benefits are remote. Contingent Assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the assets and related income are recognized in the period in which the change occurs.

UNISHIRE URBAN INFRA LIMITED

	Particulars	As at 31 st March, 2016	As at 31 st March, 2015
3	SHARE CAPITAL		
	Authorized Capital 2,50,00,000 (Previous Year 2,50,00,000) Equity Shares of Rs. 10/-each	2,50,00,000	2,50,00,000
	Issued Subscribed & Paid Up 2,43,58,500 (Previous Year 2,50,00,000) Equity Shares of Rs. 10/-each Fully paid-up	243,585,000	243,585,000
		243,585,000	243,585,000

3a. Reconciliation of Shares outstanding at the beginning and at the end of the reporting period

	Particulars	As at 31.03.2016		As at 31.03.2015	
		Quantity	Amount	Quantity	Amount
	Equity Shares				
	Shares outstanding at the beginning of the year	24,358,500	243,585,00	24,358,500	243,585,00
	<i>Add: Additions during the year</i>				
	- Preferential Allotment	-	-	-	-
	- Initial Public Offer	-	-	-	-
	Shares outstanding at the end of the year	24,358,500	243,585,00	24,358,500	243,585,00

3b. Terms/Rights attached to Shares

The Company has issued only one class of equity shares having par value of Rs.10 each per share. Each shareholder is entitled to one vote per share held in the meeting of shareholder. The dividend proposed by the board of director is subject to the approval of share holders in the ensuring annual general meeting. In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding

3c. Shareholders holding more than 5% shares as on 31st March 2016 are as follows:

	Particulars	As at 31.03.2016			As at 31.03.2015		
		No. of Shares	Amount	% of Holding	No. of Shares	Amount	% of Holding
1.	Kirti Kantilal Mehta	1,658,900	16,589,000	6.81	1,658,900	16,589,000	6.81
2.	Vinay Kirti Mehta	1,619,700	16,197,000	6.65	1,619,700	16,197,000	6.65
3.	Pratik Kirti Mehta	1,610,700	16,107,000	6.61	1,610,700	16,107,000	6.61
4.	Nutan Kirti Mehta	1,610,700	16,107,000	6.61	1,610,700	16,107,000	6.61

3d. Details for preceeding Five Years of Equity Shares:

During the preceeding five year our company has issued 241.577 Lacs of equity shares of the face value Rs10/- each.

	Particulars	As at 31.03.2016		As at 31.03.2015	
	Reserve & Surplus				
	Securities premium Reserve				
	Balance Brought Forward	2,552,945		2,552,945	
	Add/(Less): For Issue of Bonus Shares	-	2,552,945		2,552,945

UNISHIRE URBAN INFRA LIMITED

	Surplus From Statement of Profit & Loss				
	Balance Brought Forward	1,272,187		727,452	
	Add/(Less): For Issue of Bonus Shares	-		-	
	Surplus/(Deficit) for the Year	251,450	1,523,637	544,735	1,272,187
			4,076,582		3,825,132

	Particulars	As at 31.03.2016	As at 31.03.2015
5	CURRENT LIABILITIES		
	(a) Other Current Liabilities		
	For Expenses	794,601	157,673
	TDS Payable	63,830	9,9959
	(Due to small & medium companies-nil)		
	Other Liabilities	7,448	228
	Security Deposit	26,400,000	-
		27,265,879	167,860
	(b) Short Term Provisions		
	Provisions for Income Tax	700,818	806,397
		700,818	806,397

	Particulars	As at 31.03.2016		As at 31.03.2015		
6	NON CURRENT ASSETS					
	(a) Tangible Assets					
	Gross Amount					
	Opening Balance B/F	1,206,284		1,190,784		
	Additions during the Year	-		15,500		
	Sale/Adjustment during the Year	-	1,206,284	-	1,206,284	
	Less: Depreciation Reserve					
	Opening Balance B/F	857,483		733,920		
	Additions during the Year	89,734		123,563		
	Reversal/Adjustment during the Year	-	947,217	-	857,483	
	Net Amount		259,067		348,801	
	<i>Item wise details of Fixed Assets and depreciation is given in Appendix 1 to Notes on Accounts</i>					
	(c) Non Current Investment					
	(i) Investment (at cost long term, Other than trade)					
	In unquoted Equity Shares, at cost	FV	Quantity	Amount	Quantity	Amount
	Shree Mahavir Udyog Private Limited	10	200000	2,000,000	400000	4,000,000
	Jain Vincom Private Limited	10	5000	250,000	5000	250,000
	Mangalsudha Vinimay Private Limited	10	5000	3,700,000	-	-
	Fliege Realtors Private Limited	10	49900	499,000	-	-
	Ratna Kamal Solutions Private Limited	10	49900	499,000	-	-
			6,948,000		4,250,000	
Less: Provision for Diminution in the value of shares			-		-	
			6,948,000		4,250,000	

UNISHIRE URBAN INFRA LIMITED

	FV	Units	Amount	Units	Amount
(ii) Investment in Mutual Fund					
Reliance Liquid Fund	1,000	28.866	85,519	83.363	85,519
Reliance Short Term Fund-Growth	10	18122.559	316,384	18,122.559	316,384
Reliance Money Manager Fund	1,000	4501.574	9,257,732	4,165.834	1,640,960
Reliance Money Manager Fund-STP	10	79853.551	1,700,000	79,853.551	1,700,000
Reliance Short Term Fund (Debt Fund)	10	39446.487	500,000	39,446.48	500,000
Templeton India Short Term Income Fund	1000	0	-	3,046.368	6,577,035
Reliance Money Manager Fund	1000	0	-	20,090.552	63,435,747
-			11,859,635		74,255,645
(iii) Investment in Bond					
Indian Railway Finance Corporation Limited	1,000	782	802,640		-
			19,610,275		78,505,645
Aggregate NAV of Mutual Fund			14,375,687		78,851,698
Aggregate Value of Unquoted Shares			6,948,000		4,250,000
(c) Long Term Loans & Advances					
Advance against Project			20,109,885		19,609,885
Security Deposit					
-with BSE		643,000		643,000	
-with other		-	643,000	200,000	
					843,000
Sub-classification					
Secured, considered goods		-		-	
Unsecured, considered goods		20,752,885		20,452,885	
			20,752,885		20,452,885
(d) Other Non Current Assets					
Fixed Deposit			979,043		2,479,045
[refer note 6 (c)]			979,043		2,479,045

	Particulars	As at 31.03.2016		As at 31.03.2015	
6	CURRENT ASSET				
	(a) Inventories				
	Stock in Trade		3,099,368		1,162,656
	(value at lower cost or market value)				
	<u>Sub Classification</u>				
	Shares & Securities	3,099,368		1,162,656	
	Commodities	-		-	
			3,099,368		1,162,656
	(b) Trade Receivables				
	Trade receivable outstanding for a period exceeding six	1,757,099		5,549,676	
	Months from the due date of	-	1,757,099	-	5,549,676
	Others				
	<u>Sub Classification</u>				
	Due from related parties	1,757,099		5,549,676	
	Others	-		-	
			1,757,099		5,549,676

UNISHIRE URBAN INFRA LIMITED

	(c) Cash & Cash Equivalents				
	Balances with Banks				
	In Current Accounts				
	- HDFC Bank	699,425		116,839	
	- ICICI Bank	482,910		127,565	
	- Fixed Deposit (maturing within three months)	-	1,182,335	-	244,404
	Cash on hand		428,458		26,204
	Other Bank Balances				
	In Fixed Deposit Account				
	Less: Maturing after one year	979,043		2,479,044	
	(shown as Other Non Current Assets)	(979,043)	-	(2,479,044)	-
			1,610,793		270,608
	(d) Short Term Loans & Advances				
	(unsecured, considered good)				
	Loan Given (repayable on demand)				
	to corporate, other than associates company	151,403,300		120,134,042	
	to others	71,948,576	223,351,876	14,852,888	134,986,930
	Sub Classification				
	Secured Loan	-		-	
	Unsecured Loan	223,351,876		134,986,930	
			223,351,876		134,986,930
	(e) Other Current Assets				
	Tax Paid in Advance/At Source		2,203,807		1,971,231
	Interest Accrued but not due on Fixed Deposit		341,035		386,609
	Preliminary Expense (to the extent not written off)		1,465,852		2,198,373
	Input Service Tax		197,397		71,931
			4,207,873		4,628,144

	Particulars	As at 31.03.2016		As at 31.03.2015	
7	Revenue From Operation				
	Sales		47,136		-
	-Shares & Securities	47,136		-	
	-Commodities	-		-	
	Other Operating Income				
	Income from Advisory Services		-		1,00,000
	Bill Discounting Income		-		-
			47,136		1,00,000

UNISHIRE URBAN INFRA LIMITED

	Particulars	As at 31.03.2016	As at 31.03.2015
8	Other Income		
	Interest on Fixed Deposit	237,404	494,942
	Dividend Income	93,546	1,775
	Interest on Loan	13,839,141	11,281,243
	Interest on Tax Refund	35,834	11,900
	Profit on Sale of Non Current Investments	8,146,058	3,378,309
	Compensation for Breach of Contract	3,00,00	-
	Interest on Bond	1,091	-
		22,653,074	15,168,169

	Particulars	As at 31.03.2016	As at 31.03.2015
9	Changes In Inventories		
	Opening Stock		
	Shares & Securities	1,162,656	6,632,091
	Commodities	-	-
	Closing Stock		
	Shares & Securities	3,099,368	1,161
	Commodities	-	-
		(1,936,712)	5,469,435

	Particulars	As at 31.03.2016	As at 31.03.2015
10	Purchases		
	Purchase of Stock in Trade	2,709,643	-
	Shares & Securities	-	-
	Commodities	-	-
		2,709,643	-

	Particulars	As at 31.03.2016	As at 31.03.2015
11	Employee Benefit Expense		
	Salary to Employees	1,135,079	709,996
		1,135,079	709,996

	Particulars	As at 31.03.2016	As at 31.03.2015
12	Finance Costs		
	Bank Charges & Commission	7,237	3,048
		7,237	3,048

UNISHIRE URBAN INFRA LIMITED

	Particulars	As at 31.03.2016	As at 31.03.2015
13	Depreciation & Amortization Expenses		
	Depreciation	89,733	123,563
	Amortization of Preliminary Expense	732,791	732,791
		822,524	586,354

	Particulars	As at 31.03.2016	As at 31.03.2015
14	Other Expenses		
	Annual Listing Fees to BSE	37,909	30,105
	Annual Maintenance Charges	12,100	12,100
	Membership & Subscription	-	100,000
	Demat Charges	7,109	898
	Business Promotion	53,846	166,426
	Bad Debt	4,244,773	740,000
	General Charges	15,497	83,813
	Motor Car Expense (including Insurance)	39,720	55,550
	Director Remuneration	400,000	-
	Transaction Charges	-	1,200
	Software Charges	2,771	-
	Repair & Maintenance	19,550	16,435
	Rent	162,000	180,000
	Rates & Taxes	2,560,092	1,223,000
	Trade Licence	-	2,050
	Telephone Expense	2,983	16,911
	Filing Fees	-	17,831
	<i>Auditors Remuneration</i>		
	- Audit Fees	-	16,854
	- Other Services	28,746	2,247
	Secretarial Audit Fees	-	9,427
	Printing & Stationery	1,176,505	248,162
	Legal & Professional Charges	1,768,609	1,186,345
	Travelling Charges	15,750	89,913
	Testing Charges	-	66,050
	Power & Fuel	94,973	5,501
	Administrative Expenses	166,499	318,140
	Labour Charges	-	51,259
	Loss in Future & Options	6,586,878	917,193
	Interest On Late Payment	11,495	19,087
	Brokerage & Commission	1,488,550	1,695,077
	Labour Charges	74,400	70,000
	Construction Expenses	526,192	-
	Speculation Loss	7,12	-
		19,504,066.93	7,341,574.00

15. The company was converted to public limited company in terms of Section 31/21 read with Section 44 of the Companies Act, 1956. Fresh certificate of incorporation consequent upon change of name on conversion to public limited company is issued pursuant to Section 23(1) of the said act as on January 23, 2013.
16. The company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 is applicable.

UNISHIRE URBAN INFRA LIMITED

17. The company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly the company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company
18. In the opinion of the board of directors, all current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated
19. Based on information available with the company, there are no clients/creditors who are registered under Micro, Small and Medium Enterprises Development Act, 2006
20. There is no small scale industrial undertaking to whom the company owes amounts outstanding for more than 30 days as at 31st March, 2013.
21. Related party disclosures as required by Accounting Standard 18 in accordance with the Companies Accounting Standards Rules, 2006. The company has not entered into any transaction with related parties pursuant to Accounting Standard AS-18 issued by the Companies Accounting Standards Rules, 2006 in current financial year and in previous financial year. Hence no disclosure is required under the clause.
22. Earning Per Share (EPS)
The basic/diluted earnings per equity share is calculated as stated below

Particulars	As at 31.03.2016	As at 31.03.2015
(Loss)/Profit after Tax	251,450	544,735
Number of Shares	24,358,500	24,358,500
Weighted Average Number of Shares	24,358,500	12,687,785
Nominal value of Shares	10	10
Earning Per Share		
- Basis	0.010	0.022
- Diluted	0.010	0.043

23. The previous year's figures have been re-arranged/re-grouped, wherever found necessary.

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date
For Arun Jain & Associates
 Chartered Accountants
 FRN: 325867E

Pratik K Mehta
 Managing Director

Vinay K Mehta
 Director

Ishita Tamret
 Company Secretary

Arun Kumar Jain
 Proprietor
 Membership No.053693
 Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

APPENDIX NO. 1 TO NOTE NO. 6 (a) FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

FIXED ASSETS:

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	As at 01.04.15	Addi on	Sales	As at 31.03.16	As at 01.04.15	For the Year	As at 31.03.16	As at 31.03.16	As at 31.03.15
Tangible Assets									
Motor Car	936,950.24	-	-	936,950.24	652,532.71	73,635.18	726,169.89	210,780.35	284,415.53
Computer & Accessories	207.398	-	-	207,398.00	180,020.31	10,951.08	190,971.39	16,426.61	27,377.69
Television	24,435.64	-	-	24,435.64	12,880.18	1,607.36	14,487.54	9,948.10	11,555.46
Mobile	22,000	-	-	22,000.00	9,915.37	1,680.97	11,596.34	10,403.66	12,084.63
Camera	15,000	-	-	15,000.00	2,132.42	1,859.43	3,991.85	11,508.15	13,367.58
Total	1,206,283.88	-	-	1,206,283.88	857,482.99	89,734.02	947,217.01	259,066.87	348,800.89
Previous Year	1,192,773.52	-	-	1,192,773.52	611,659.33	124,250.11	735,909.44	456,864.08	581,114.7

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date

For Arun Jain & Associates

Chartered Accountants

FRN: 325867E

Pratik K Mehta

Managing Director

Vinay K Mehta

Director

Ishita Tamret
Company Secretary

Arun Kumar Jain
Proprietor

Membership No.053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Independent Auditor's Report

To the Members of Unishire Urban Infra Limited

Report on the Consolidated Financial Statements

We have audited accompanying consolidated financial statements of Unishire Urban Infra Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its jointly controlled entities, (as defined in the Companies (Accounting Standards) Rules, 2006) comprising of the Consolidated Balance Sheet as at March 31st, 2016, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements")

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Jointly controlled entities 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. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities, the selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and the 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid

Auditor's Responsibility

Our responsibility is to express on these Consolidated Financial Statements bases on our audit. While conducting the 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

We conducted our audit in accordance with the Standards on Auditing specified under Section 14(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 Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the holding company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the holding company's board of directors, as well as evaluating the overall presentation of the consolidated financial statements.

UNISHIRE URBAN INFRA LIMITED

We believe that the audit evidence obtained by us and the evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements

Opinion

In our opinion and to the best of our information and to the explanations given to us, the aforesaid Consolidated 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, of the consolidated state of affairs of the group as on 31st March, 2016 and their consolidated profit and their consolidated cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

With respect to the adequacy of the Internal Financial Controls over Financial Reporting of the Company and the operating effectiveness of such controls, we furnish a separate Report in “**Annexure A**”

For, **Arun Jain & Associates,**
Chartered Accountants,
FRN: 325867E
Arun Kumar Jain
Proprietor
Membership No. 053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Annexure 'A' to the Independent Auditor's Report of even date on the consolidated Financial Statements of Unishire Urban Infra Ltd [Referred to in 'Report on other legal and Regulatory Requirements']

Year ended March 31st, 2016

Report on the Internal Financial Controls under Clause (i) of subsection 3 of section 143 of the companies ("act", 2013)

We have audited the internal financial controls over financial reporting of Unishire Urban Infra Limited ("the Company") as of March 31st, 2016 in conjunction with our audit of the consolidated 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 bases 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. These responsibilities include the design, implementation and maintenance of adequate internal controls that were operating effectively for ensuring the orderly and efficient conduct of it 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 Finance 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 internal financial controls over financing 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 consolidated financial statements for external purpose in accordance with generally accepted principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the

UNISHIRE URBAN INFRA LIMITED

maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide assurance that transactions are recorded as necessary to permit preparation of consolidated statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being only in accordance with authorizations of management and directions of the company; and (3) provide reasonable assurance regarding prevention or timely detection off unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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 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 were operating effectively as at March 31st, 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, Arun Jain & Associates,
Chartered Accountants,
FRN: 325867E
Arun Kumar Jain
Proprietor
Membership No. 053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Consolidated Balance Sheet as at March 31, 2016

Particulars	Notes	As at 31 st March, 2016		As at 31 st March, 2015	
Shareholder's Fund					
(c) Share Capital	2	243,585,000		243,585,000	
(d) Reserves & Surplus	3	4,076,582	247,661,582	3825132	247,410,132
Minority Interest	4		2000	-	-
Current Liabilities					
(c) Other Current Liabilities		27,345,879		167,860	
(d) Short-Term Liabilities		700,818	28,046,697	806,397	974,257
Total			275,710,279		248,384,389
Assets	5				
Non Current Assets					
(e) Fixed Assets					
Tangible Assets			259,067		348,801
(f) Non Current Investments		18,612,275		78,55,645	
(g) Long term Loans and Advances		20,752,885		20452885	
(h) Other Non Current Assets		979,043	40,344,204	247,9045	101,437,575
Current Assets	6				
(f) Inventory		30,99,368		1162656	
(g) Trade Receivable		17,57,099		5549676	
(h) Cash and Cash Equivalents		2,690,793		270608	
(i) Short Term Loans & Advances		223,351,876		134986930	
(j) Other Current Assets		42,07,873	234,107,009	4628144	146,598,013
Total	1		275,710,279		248,384,389
Significant Accounting Policies					

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date

For Arun Jain & Associates

Chartered Accountants

FRN: 325867E

Pratik K Mehta
Managing Director

Vinay K Mehta
Director

Ishita Tamret
Company Secretary

Arun Kumar Jain
Proprietor
Membership No.053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Statement of Consolidated Profit and Loss for the Year ended March 31, 2016

Particulars	Notes	As at 31st March, 2016		As at 31st March, 2015	
INCOME					
Revenue from Operation	7		47,136		100,000
Other Income	8		22,653,074		15,168,169
Change in Inventory	9		19,367,12		(54,694,350)
Total Revenue			24,636,922		97,98,734
EXPENSE					
Purchase of Stock in Trade	10		27,09,643		
Employee benefits Expenses	11		11,35,079		709,996
Finance Costs	12		7,237		3,048
Depreciation & Amortization Expenses	13		822,524		856,354
Other Expenses	14		19,504,067		7,341,574
Total Expenses			24,1785,50		89,109,72
(Loss)/Profit Before Tax			458,371		887,762
Tax Expense					
Current Tax		(156,500)		(293,075)	
Deferred Tax		(309,96)		(23,057)	
Income Tax related to earlier year		19,425)	(206,921)	(26,445.07)	(343,027)
(Loss)/Profit for the year			251,450		544,735
Earning Per Equity Share					
(1) Basic			0.010		0.022
(2) Diluted			0.010		0.022
Significant Accounting Policies	1				

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

Pratik K Mehta
Managing Director

Vinay K Mehta
Director

Ishita Tamret
Company Secretary

As per our report on even date
For Arun Jain & Associates
 Chartered Accountants
 FRN: 325867E

Arun Kumar Jain
Proprietor
 Membership No.053693
 Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Consolidated Cash Flow Statement for the Year 2015-16

Particulars	As at 31.03.2016	As at 31.03.2015
Cash Flow from Operating activity		
Net Profit before taxation, and extraordinary item	458,371	887,762
Adjustment for:		
Depreciation	89,734	123,563
Interest Income	(238,496)	-
Dividend Income	(93,546)	(1,775)
Profit on the sale of Mutual Fund	(8,146,058)	-
Operating Profit before working capital Changes	(7,929,995)	1,009,550
(Increase) / decrease in Inventories	(1,936,712)	5,469,435
(Increase) / decrease in Trade Receivables	3,792,577	21,721
(Increase) / decrease in Short Term Loans & Advances	(88,364,946)	(411,060)
(Increase) / decrease in Other Current Assets	420,271	(439,639)
(Increase) / decrease in Short Term Investments	59,893,370	(2,858,308)
Increase / (decrease) in Short Term Provisions	(105,579)	305,468
Increase / (decrease) in Other Current Liabilities	27,178,019	25,803
Increase / (decrease) in Long Term Loans & Advances	(300,000)	(8,109,885)
Increase/ (decrease) in Non-Current Assets	1,500,002	2,594,294
Cash (used in) / generated from Operations	(5,852,993)	(2,392,621)
Income Tax Paid	(209,921)	(343,027)
Cash flow before extraordinary item	(6,059,914)	(2,735,648)
Compensation from breach of contract	-	-
Net cash from Operating activities	(6,059,914)	(2,735,648)
Cash Flow from investing activity		
Purchase of fixed assets	-	(15,500)
Proceed from sale of equipment	-	-
Profit on the sale of Mutual Fund	8,146,058	-
Interest received	238,495	-
Dividends received	93,546	1,775
Net cash from investing activities	8,478,099	(13,725)
Cash Flow from Financing activity		
Finance Charges	-	-
Proceeds from share issued	(99,800)	-
Repayment of long term borrowings	-	-
Interest Paid	-	-
Dividends Paid	-	-
Net cash from Financing activities	(99,800)	-
Net Increase in cash and cash equivalents	2,318,385	(2,749,373)
Cash and cash equivalents at beginning of period	270,608	3,019,981
Cash and cash equivalents at end of period	2,588,993	270,608

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

Pratik K Mehta
Managing Director

Vinay K Mehta
Director

Ishita Tamret
Company Secretary

As per our report on even date

For Arun Jain & Associates
Chartered Accountants
FRN: 325867E

Arun Kumar Jain
Proprietor
Membership No.053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

1. Unishire Urban Infra Limited (the Holding Company) was incorporated on 24th April, 1991. The principal activity of the Company is real estate development and construction. During the year, the Holding Company and its two subsidiary companies constituted the Group

2. Significant accounting policies

(i) Basis of Consolidation

The Consolidated Financial Statements comprise the individual financial statements of the Holding Company and its subsidiaries as on 31st March, 2016 and for the year ended on that date. The Consolidated Financial Statements have been prepared on the following basis:

- a. The financial statements of the holding and its subsidiaries have been consolidated on a line by line basis by adding together the book values of line items of assets, liabilities, income and expenses, after eliminating intra group balances and intra group transactions resulting in unrealised profits and gains as per AS 21 on "Consolidated Financial Statements" as specified U/S 133 of the Companies Act, 2013 read with Rule 7 of the Companies (accounts) Rules, 2014
- b. The financial statements of the subsidiaries used in the consolidation are drawn up to the same Balance Sheet date as that of the Holding Company, i.e. 31st March, 2016
- c. The financial statements of the following subsidiaries have been consolidated as per AS 21 on "Consolidated Financial Statements" as specified U/S 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014

Name of Subsidiary	Proportion of effective ownership interest (%) as on March, 2016	Proportion of effective ownership interest (%) as on March, 2015
Ratna Kamal Solutions Private Limited	99.80%	0.00%
Fleige Realtors Private Limited	99.80%	0.00%

(ii) Basis of Preparation of Financial Statements:

The accompanying consolidated financial statements of the company have been prepared in accordance with Indian GAAP and presented under the historical cost convention on the accrual basis of accounting and comply with the Accounting Standards prescribed under section 133 of the Companies Act, 2013 ("The Act") read with rule 7 of the Companies (Accounts) Rules, 2014 the provisions of the Act (to the extent notified) and guidelines issued by the Securities and exchange Board of India (SEBI) and the Schedule III to the Act. The accounting policies have been consistently applied except where a newly - issued accounting standard is initially adopted or a revision to an existing accounting standard requires as change in the accounting policy hitherto in use. The consolidated financial statements are presented in Indian rupees.

(iii) Use of estimates:

The preparation of consolidated financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make certain estimates and assumption that affect reported amount of assets, liabilities (including disclosure of contingent liabilities) as on the date of the consolidated financial statements and the reported income and expenses during the reporting period. The estimates and assumptions used in the accompanying financial consolidated statements are based on management's evaluation of the relevant facts and circumstances as of the date of the consolidated financial statements. Actual results may differ from those estimates. Any revisions to accounting estimates are recognised prospectively in current and future periods.

(iv) Fixed Assets :

All tangible assets are stated at cost less accumulated depreciation and amortisation. The cost of the assets includes purchase price and any attributable cost of bringing the assets to its working condition for its intended use. An Asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to profit & loss account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

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(v) Depreciation/amortisation:

Depreciation on all tangible fixed assets is provided on written down value method at the rates prescribed in Schedule II to the Companies Act, 2013

(vi) Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as Current Investments. All other Investments are classified as Non Current Investments. Non Current Investments are stated at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. Current Investments are carried in the consolidated financial statements at lower of cost and fair value determined on an individual investment basis. In case of unquoted securities, where fair market value is not available, lower of break -up value or cost is considered .On disposal of an Investment, the difference between its carrying amount and net disposal proceeds is charged to the statement of profit and loss.

(vii) Recognition of Income and Expenditure:

Revenue is recognized and reported to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Interest Income is recognized as and when the same has accrued on time proportion basis and company's right to receive interest is established. Dividend Income is recognized when right to receive the same is established by the reporting date.

(viii) Employee Retirement & Other Benefits

Short term employees benefits are recognized in the period in which employee's services are rendered.

(ix) Income Taxes

Income taxes

Income tax expense is aggregate of current tax (i.e. amount of tax for the period determined in accordance with the income tax law), deferred tax charges or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) borne by company. Current tax expense is recognised on an annual basis under the taxes payable method, based on the estimated tax liability computed after taking the tax credit for the allowances and exemption in accordance with the Income Tax Act, 1961.

Deferred Taxation

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward losses under the taxation laws, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/ virtually certain (as the case may be) to be realized

(x) Earning Per Share:

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20 - Earnings Per Share, as prescribed by the Rules. Basic earning per shares is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding for the year. Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earning per share have been computed using the weighted number of equity shares and dilutive potential equity shares outstanding at year end.

(xi) Provisions and Contingencies:

The Company creates a provision when there is a present obligation as a result of a past event and it is probable that an outflow of resources would be required to settle the obligation, and in respect of which a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Provision are reviewed at each balance sheet date and are adjusted to reflect the current best estimates. A contingent liability is disclosed unless the possibility of an

UNISHIRE URBAN INFRA LIMITED

outflow of resources embodying the economic benefits are remote. Contingent Assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the assets and related income are recognized in the period in which the change occurs.

	Particulars	As at 31 st March, 2016	As at 31 st March, 2015
3	SHARE CAPITAL		
	Authorized Capital		
	2,50,00,000 (Previous Year 2,50,00,000) Equity Shares of Rs. 10/-each	2,50,00,000	2,50,00,000
	Issued Subscribed & Paid Up		
	2,43,58,500 (Previous Year 2,50,00,000) Equity Shares of Rs. 10/-each	243,585,000	243,585,000
	Fully paid-up		
		243,585,000	243,585,000

3a. Reconciliation of Shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31.03.2016		As at 31.03.2015	
	Quantity	Amount	Quantity	Amount
Equity Shares				
Shares outstanding at the beginning of the year	24,358,500	243,585,00	24,358,500	243,585,00
<i>Add: Additions during the year</i>				
- Preferential Allotment	-	-	-	-
- Initial Public Offer	-	-	-	-
Shares outstanding at the end of the year	24,358,500	243,585,00	24,358,500	243,585,00

3b. Terms/Rights attached to Shares

The Company has issued only one class of equity shares having par value of Rs.10/- each per share. Each shareholder is entitled to one vote per share held in the meeting of shareholder. The dividend proposed by the board of director is subject to the approval of share holders in the ensuring annual general meeting. In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding

3c. Shareholders holding more than 5% shares as on 31st March 2016 are as follows:

	Particulars	As at 31.03.2016			As at 31.03.2015		
		No. of Shares	Amount	% of Holding	No. of Shares	Amount	% of Holding
1.	Kirti Kantilal Mehta	1,658,900	16,589,000	6.81	1,658,900	16,589,000	6.81
2.	Vinay Kirti Mehta	1,619,700	16,197,000	6.65	1,619,700	16,197,000	6.65
3.	Pratik Kirti Mehta	1,610,700	16,107,000	6.61	1,610,700	16,107,000	6.61
4.	Nutan Kirti Mehta	1,610,700	16,107,000	6.61	1,610,700	16,107,000	6.61

UNISHIRE URBAN INFRA LIMITED

3d. Details for preceeding Five Years of Equity Shares:

During the preceeding five year our company has issued 241.577 Lacs of equity shares of the face value Rs10/- each.

	Particulars	As at 31.03.2016		As at 31.03.2015	
	Reserve & Surplus				
	<u>Securities premium Reserve</u>				
	Balance Brought Forward	2,552,945	2,552,945	2,552,945	2,552,945
	Add/(Less): For Issue of Bonus Shares	-			
	Surplus From Statement of Profit & Loss				
	Balance Brought Forward	1,272,187	1,523,637	727,452	1,272,187
	Add/(Less): For Issue of Bonus Shares	-		-	
	Surplus/(Deficit) for the Year	251,450		544,735	
			4,076,582		3,825,132

	Particulars	As at 31.03.2016	As at 31.03.2015
5	CURRENT LIABILITIES		
	(a) Sundry Creditors		
	Trade Payables	80000	-
	(b) Other Current Liabilities		
	For Expenses	794,601	157,673
	TDS Payable	63,830	9,9959
	(Due to small & medium companies-nil)		
	Other Liabilities	7,448	228
	Security Deposit	26,400,000	-
		27,345,879	167,860
	(d) Short Term Provisions		
	Provisions for Income Tax	700,818	806,397
		700,818	806,397

	Particulars	As at 31.03.2016		As at 31.03.2015	
6	NON CURRENT ASSETS				
	(a) Tangible Assets				
	Gross Amount				
	Opening Balance B/F	1,206,284	1,206,284	1,190,784	1,206,284
	Additions during the Year	-		15,500	
	Sale/Adjustment during the Year	-		-	
	Less: Depreciation Reserve				
	Opening Balance B/F	857,483	947,217	733,920	857,483
	Additions during the Year	89,734		123,563	
	Reversal/Adjustment during the Year	-		-	
	Net Amount		259,067		348,801
	<i>Item wise details of Fixed Assets and depreciation is given in Appendix 1 to Notes on Accounts</i>				

UNISHIRE URBAN INFRA LIMITED

		Quantity	Amount	Quantity	Amount
(e) Non Current Investment					
(iv) Investment (at cost long term, Other than trade)					
In unquoted Equity Shares, at cost		FV			
Shree Mahavir Udyog Private Limited	10	200000	2,000,000	400000	4,000,000
Jain Vincom Private Limited	10	5000	250,000	5000	250,000
Mangalsudha Vinimay Private Limited	10	5000	3,700,000	-	-
Fliege Realtors Private Limited	10	0	-	-	-
Ratna Kamal Solutions Private Limited	10	0	-	-	-
			5,950,000		4,250,000
Less: Provision for Diminution in the value of shares			-		-
			5,950,000		4,250,000
(v) Investment in Mutual Fund		FV	Units	Units	Amount
Reliance Liquid Fund	1,000	28.866	85,519	83.363	85,519
Reliance Short Term Fund-Growth	10	18122.559	316,384	18,122.559	316,384
Reliance Money Manager Fund	1,000	4501.574	9,257,732	4,165.834	1,640,960
Reliance Money Manager Fund-STP	10	79853.551	1,700,000	79,853.551	1,700,000
Reliance Short Term Fund (Debt Fund)	10	39446.487	500,000	39,446.48	500,000
Templeton India Short Term Income Fund	1000	0	-	3,046.368	6,577,035
Reliance Money Manager Fund	1000	0	-	20,090.552	63,435,747
			11,859,635		74,255,645
(vi) Investment in Bond					
Indian Railway Finance Corporation Limited	1,000	782	802,640		-
Aggregate NAV of Mutual Fund			18,612,275		78,505,645
Aggregate Value of Unquoted Shares			14,375,687		78,851,698
			6,948,000		4,250,000
(c) Long Term Loans & Advances					
Advance against Project			20,109,885		19,609,885
Security Deposit					
-with BSE		643,000	643,000	643,000	
-with other		-		200,000	
					843,000
Sub-classification					
Secured, considered goods		-		-	
Unsecured, considered goods		20,752,885		20,452,885	
			20,752,885		20,452,885
(d) Other Non Current Assets					
Fixed Deposit			979,043		2,479,045
[refer note 6 (c)]			979,043		2,479,045

	Particulars	As at 31.03.2016		As at 31.03.2015	
6	CURRENT ASSET				
	(a) Inventories				
	Stock in Trade		3,099,368		1,162,656
	(value at lower cost or market value)				

UNISHIRE URBAN INFRA LIMITED

Sub Classification				
Shares & Securities	3,099,368		1,162,656	
Commodities	-		-	
		3,099,368		1,162,656
(b) Trade Receivables				
Trade receivable outstanding for a period exceeding six				
Months from the due date of	1,757,099		5,549,676	
Others	-	1,757,099	-	5,549,676
Sub Classification				
Due from related parties	-		-	
Others	1,757,099		5,549,676	
		1,757,099		5,549,676
(c) Cash & Cash Equivalents				
Balances with Banks				
In Current Accounts				
- HDFC Bank	699,425		116,839	
- ICICI Bank	482,910		127,565	
- HDFC Bank (Ratna Kamal Solutions Pvt. Ltd)	539,000		-	
-HDFC Bank (Fliege Realtors Pvt. Ltd)	539,000		-	
- Fixed Deposit (maturing within three months)	-	2,260,335	-	244,404
Cash on hand		428,458		26,204
Other Bank Balances				
In Fixed Deposit Account	979,043		2,479,044	
Less: Maturing after one year	(979,043)		(2,479,044)	
(shown as Other Non Current Assets)		-		-
		1,610,793		270,608
(d) Short Term Loans & Advances				
(unsecured, considered good)				
Loan Given (repayable on demand)				
to corporate, other than associates company	151,403,300		120,134,042	
to others	71,948,576	223,351,876	14,852,888	134,986,930
Sub Classification				
Secured Loan	-		-	
Unsecured Loan	223,351,876		134,986,930	
		223,351,876		134,986,930
(e) Other Current Assets				
Tax Paid in Advance/At Source		2,203,870		1,971,231
Interest Accrued but not due on Fixed Deposit		341,035		386,609
Preliminary Expense (to the extent not written off)		1,465,582		2,198,373
Input Service Tax		197,387		71,931
		4,207,873		4,628,144

UNISHIRE URBAN INFRA LIMITED

	Particulars	As at 31.03.2016		As at 31.03.2015	
7	Revenue From Operation				
	Sales		47,136		-
	-Shares & Securities	47,136		-	
	-Commodities	-		-	
	Other Operating Income				
	Income from Advisory Services		-		1,00,000
	Bill Discounting Income		-		-
			47,136		1,00,000

	Particulars	As at 31.03.2016		As at 31.03.2015	
8	Other Income				
	Interest on Fixed Deposit		237,404		494,942
	Dividend Income		93,546		1,775
	Interest on Loan		13,839,141		11,281,243
	Interest on Tax Refund		35,834		11,900
	Profit on Sale of Non Current Investments		8,146,058		3,378,309
	Compensation for Breach of Contract		3,00,00		-
	Interest on Bond		1,091		-
			22,653,074		15,168,169

	Particulars	As at 31.03.2016		As at 31.03.2015	
9	Changes In Inventories				
	Opening Stock		1,162,656		6,632,091
	Shares & Securities	1,162,656		6,632,091	
	Commodities	-		-	
	Closing Stock				
	Shares & Securities	3,099,368		1,161	
	Commodities	-		-	
			(1,936,712)		5,469,435

	Particulars	As at 31.03.2016		As at 31.03.2015	
10	Purchases				
	Purchase of Stock in Trade		2,709,643		-
	Shares & Securities	2,709,643		-	
	Commodities	-		-	
			2,709,643		-

	Particulars	As at 31.03.2016		As at 31.03.2015	
11	Employee Benefit Expense				
	Salary to Employees		1,135,079		709,996
			1,135,079		709,996

UNISHIRE URBAN INFRA LIMITED

	Particulars	As at 31.03.2016	As at 31.03.2015
12	Finance Costs		
	Bank Charges & Commission	7,237	3,048
		7,237	3,048
	Particulars	As at 31.03.2016	As at 31.03.2015
13	Depreciation & Amortization Expenses		
	Depreciation	89,733	123,563
	Amortization of Preliminary Expense	732,791	732,791
		822,524	586,354
	Particulars	As at 31.03.2016	As at 31.03.2015
14	Other Expenses		
	Annual Listing Fees to BSE	37,909	30,105
	Annual Maintenance Charges	12,100	12,100
	Membership & Subscription	-	100,000
	Demat Charges	7,109	898
	Business Promotion	53,846	166,426
	Bad Debt	4,244,773	740,000
	General Charges	15,497	83,813
	Motor Car Expense (including Insurance)	39,720	55,550
	Director Remuneration	400,000	-
	Transaction Charges	-	1,200
	Software Charges	2,771	-
	Repair & Maintenance	19,550	16,435
	Rent	162,000	180,000
	Rates & Taxes	2,560,092	1,223,000
	Trade Licence	-	2,050
	Telephone Expense	2,983	16,911
	Filing Fees	-	17,831
	<i>Auditors Remuneration</i>		
	- Audit Fees	-	16,854
	- Other Services	28,746	2,247
	Secretarial Audit Fees	-	9,427
	Printing & Stationery	1,176,505	248,162
	Legal & Professional Charges	1,768,609	1,186,345
	Travelling Charges	15,750	89,913
	Testing Charges	-	66,050
	Power & Fuel	94,973	5,501
	Administrative Expenses	166,499	318,140
	Labour Charges	-	51,259
	Loss in Future & Options	6,586,878	917,193
	Interest On Late Payment	11,495	19,087
	Brokerage & Commission	1,488,550	1,695,077
	Labour Charges	74,400	70,000
	Construction Expenses	526,192	-
	Speculation Loss	7,12	-
		19,504,066.93	7,341,574.00

UNISHIRE URBAN INFRA LIMITED

15. The company was converted to public limited company in terms of Section 31/21 read with Section 44 of the Companies Act, 1956. Fresh certificate of incorporation consequent upon change of name on conversion to public limited company is issued pursuant to Section 23(1) of the said act as on January 23, 2013.
16. The company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 is applicable.
17. The company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly the company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company
18. In the opinion of the board of directors, all current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated
19. Based on information available with the company, there are no clients/creditors who are registered under Micro, Small and Medium Enterprises Development Act, 2006
20. There is no small scale industrial undertaking to whom the company owes amounts outstanding for more than 30 days as at 31st March, 2013.
21. Related party disclosures as required by Accounting Standard 18 in accordance with the Companies Accounting Standards Rules, 2006
 - a. List of Related Parties

Party	
Fliege Realtors Private Limited	Subsidiary Company
Ratna Kamal Solutions Private Limited	Subsidiary Company

The company has not entered into any transaction with related parties pursuant to Accounting Standard AS-18 issued by the Companies Accounting Standards Rules, 2006 in current financial year and in previous financial year. Hence no disclosure is required under the clause.
22. Earning Per Share (EPS)
The basic/diluted earnings per equity share is calculated as stated below

Particulars	As at 31.03.2016	As at 31.03.2015
(Loss)/Profit after Tax	251,450	544,735
Number of Shares	24,358,500	24,358,500
Weighted Average Number of Shares	24,358,500	12,687,785
Nominal value of Shares	10	10
Earning Per Share		
- Basis	0.010	0.022
- Diluted	0.010	0.043

23. The previous year's figures have been re-arranged/re-grouped, wherever found necessary.
The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date

Pratik K Mehta **Vinay K Mehta**
 Managing Director Director

For Arun Jain & Associates
 Chartered Accountants

Ishita Tamret
 Company Secretary

FRN: 325867E
Arun Kumar Jain
 Proprietor
 Membership No.053693
 Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

APPENDIX NO. 1 TO NOTE NO. 6 (a) FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

FIXED ASSETS:

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	As at 01.04.15	Addi on	Sales	As at 31.03.16	As at 01.04.15	For the Year	As at 31.03.16	As at 31.03.16	As at 31.03.15
Tangible Assets									
Motor Car	936,950.24	-	-	936,950.24	652,532.71	73,635.18	726,169.89	210,780.35	284,415.53
Computer & Accessories	207.398	-	-	207,398.00	180,020.31	10,951.08	190,971.39	16,426.61	27,377.69
Television	24,435.64	-	-	24,435.64	12,880.18	1,607.36	14,487.54	9,948.10	11,555.46
Mobile	22,000	-	-	22,000.00	9,915.37	1,680.97	11,596.34	10,403.66	12,084.63
Camera	15,000	-	-	15,000.00	2,132.42	1,859.43	3,991.85	11,508.15	13,367.58
Total	1,206,283.88	-	-	1,206,283.88	857,482.99	89,734.02	947,217.01	259,066.87	348,800.89
Previous Year	1,192,773.52	-	-	1,192,773.52	611,659.33	124,250.11	735,909.44	456,864.08	581,114.7

The accompanying notes form an integral part of this Balance Sheet

For on behalf of Board of Directors

As per our report on even date

For Arun Jain & Associates

Chartered Accountants

FRN: 325867E

Pratik K Mehta

Managing Director

Vinay K Mehta

Director

Ishita Tamret
Company Secretary

Arun Kumar Jain
Proprietor
Membership No.053693
Kolkata, May 30, 2016

UNISHIRE URBAN INFRA LIMITED

Route Map to the venue of the 25th Annual General Meeting (AGM) of Unishire Urban Infra Limited to be held on Friday, September 30, 2016 at 1, Crooked Lane, 1st Floor, Kolkata-700 069



ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING
(To be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Unishire Urban Infra Limited

I hereby record my presence at the 25th Annual General Meeting of Unishire Urban Infra Limited to be held at 1, Crooked Lane, 1st Floor, Kolkata-700069 on Friday, September 30, 2016 at 11:00 A.M.

DP ID* :	Client ID*:
Folio No. @ :	No. of shares held:

Name and address of the shareholder

.....
.....
.....
.....

.....
Signature of the shareholder or proxy

*Applicable if shares are held in electronic form

@Applicable for members holding shares in physical form.

FORM NO. MGT-11

PROXY FORM

{Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

Name of the Member(s):

Registered Address:

Email ID:

Folio No/Client ID:

DP ID:

I/We, _____ being the member(s) of _____ shares of the above named company, hereby appoint;

1. Name: _____ Address: _____
_____ Email Id: _____ Signature _____ or

failing him

2. Name: _____ Address: _____
_____ Email Id: _____ Signature _____ or

failing him

3. Name: _____ Address: _____
_____ Email Id: _____ Signature _____ or

failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on Friday, September 30, 2016 at 11.00A.M. at 1, Crooked Lane, 1st Floor Kolkata-700069 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31ST, 2016
2. Re-appointment of Mr. Vinay K Mehta as a Director of the Company who retires by rotation
3. Ratification of Statutory Auditors' Appointment

Signed this _____ day of _____ 2016

Signature of shareholder

Signature of Proxy holder(s)

Affix
Re. 1/-
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

