

DIRECTORS REPORT

To,

The Members,

Your Directors have pleasure in presenting their 15th Annual Report on the business and operations of your Company and the accounts for the Financial Year ended on March 31st, 2022.

FINANCIAL RESULTS / STATE OF AFFIARS:

(Rs. in Lacs)

Particulars	Standalone	
	Current Year	Previous year
Total Income	5415	4690
Total Expenditure	4123	3687
Profit before Tax	850	343
Provision for Tax	(12)	49
Profit after Tax	862	294
Add: Balance of Profit brought forward	940	646
Profit available for appropriation :		
Less: Proposed Dividend on Equity Shares	-	-
Tax on proposed Dividend	-	-
Transfer to Reserves	-	-
Surplus carried to the Balance Sheet	1802	940

OPERATIONAL PERFORMANCE

Your Company has achieved a Total Revenue of Rs. 5415 lacs for the current Financial Year as against previous year figure of Rs. 4690 lacs. Thus, Total revenue your Company has increased by 15% compared to previous year. Your Company has achieved a Profit after tax of Rs. 862 lacs as against previous year Profit After Tax of Rs. 294 lacs, which almost up by 193%.

Your company expected to do much better in the years to come with increased sales turnover and with increased profit.

DIVIDEND

Your Directors are of the opinion that liquidity position of the Company needs to be strengthened further hence your Directors do not recommend any dividend for the Financial Year under review.

RESERVES

The appropriations for the year are:

Particulars	(Rs. in Lacs)
Net Profit for the year	862
Balance of Reserve at the beginning of the year	940
Transfer to General Reserve	-
Balance of Reserve at the end of the year	1802

MATERIAL CHANGES AND COMMITMENTS BETWEEN END OF FINANCIAL YEAR AND DATE OF REPORT:

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

DIRECTORS' RESPONSIBILITY STATEMENT:

As per the clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors' state that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) such accounting policies have been selected and applied consistently and judgments and estimates have been made 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) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis; and
- e) proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAILS OF SUBSIDIARY COMPANIES

Details of the subsidiaries of the Company and their business operations during the year under review form part of Annual Report.

DEPOSITS

The Company has neither invited nor accepted any deposits from the public during the period under review. Accordingly, there are no unclaimed or unpaid deposits lying with the Company for the period under review.

RISK MANAGEMENT POLICY

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks which are to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

GENERAL

There is no reporting requirement or there are no incidents during the year under review that require disclosure as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met seven times during the financial year i.e. on 27th May, 2021, 24th June, 2021, 20th August, 2021, 3rd September, 2021, 25th November, 2021, 5th January, 2022 and 7th March, 2022.

DIRECTORS

During the year under review, the Board of Directors are duly constituted, as per the provisions of Companies Act, 2013.

PERSONNEL

The Company does not have any employee whose salary exceeds Rs. 1.02 Crore p.a. or Rs. 8.5 Lacs p.m., if employed for part of the year.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All Related Party Transactions entered into during the year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are approved by the Board of Directors. Prior omnibus approval is obtained from the Board of Directors in respect of the transactions which are repetitive in nature. The transactions entered into pursuant to the omnibus approval so granted are reviewed on a regular basis by the Board of Directors. The necessary information in relation to all Related Party Transactions entered into by the Company form part of the Notes to Accounts.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under sections 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are provided in "Annexure 1" to this Report.

STATUTORY AUDITORS

At the 11th Annual General Meeting of the Company held on 28th September, 2018, the Members of the Company have approved the appointment of M/s. Vora & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 for a term of 5 (five) years, to hold office from the conclusion of 11th Annual General Meeting of the Company till the conclusion of 16 Annual General Meeting.

ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013, a copy of the draft Annual Return as on March 31, 2022 has been placed on the website of the Company and the web link of such Annual Return is: <https://uniphos-envirotronic.com/investors/agm/UEPL MGT 7 FY21 22 DRAFT.pdf>

ACKNOWLEDGEMENTS

The Board of Directors wish to acknowledge the continued support and co-operation extended by the Ministry of Corporate Affairs, Revenue Departments, Other Government authorities, Bankers, Customers, Suppliers, and other Stakeholders for their continued support and guidance.

Your Directors would also like to take this opportunity to express their appreciation for the dedicated efforts put in by employees of the Company at all the levels.

By Order of the Board

FOR UNIPHOS ENVIROTRONIC PVT LTD

Date: 30-08-2022

Place: Mumbai



A blue ink signature of DR. R. C. Naik.

DR. R. C. Naik

Director

(DIN: 03048929)

A blue ink signature of R. D. Shroff.

R. D. Shroff

Director

(DIN: 00180810)

Registered Office:

Survey No 36/1 Jalaram Mandir Road,

Nahuli, Vapi, Tal Umbergaon

Gujarat 396108

ANNEXURE 1 TO DIRECTOR'S REPORT

Particulars required under The Companies (Disclosures of Particulars in the Report of Board of Directors) Rules, 1988.

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) Conservation of energy:

- i. Total units consumed: 328319.4KWH
- ii Total Cost: Rs. 30.92 Lacs

(B) Technology absorption:

The Company's R&D staff is in continuous process of improving the existing products and developing new products based on newer technologies. It is also diversifying into other areas of environmental pollution to cover water and land pollution measurement instruments. Fluorescence, Chemiluminescence based instruments for stack gas analysis and other applications are being developed.

(C) Foreign exchange earnings and Outgo:

Foreign exchange earnings and outgo during the year under review were:

(Rs. in Lacs)

31st March, 2022

Foreign Exchange Earnings	2073
Foreign Exchange Outgo	65

By Order of the Board

FOR UNIPHOS ENVIROTRONIC PVT LTD

Date: 30-08-2022

Place: Mumbai



DR. R. C. Naik

Director

(DIN: 03048929)

R. D. Shroff

Director

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