UNIBERA GROUP LIMITED

2-Road No.-62, Bihari Park Devli, New Delhi - 110062
CIN NO.: U45400DL2015PLC283462, Contact No.9910714090

NOTICE

Notice is hereby given that the 1st Annual General Meeting of the Shareholders of M/s UNIBERA GROUP LIMITED will be held at the registered office situated at 2-Road No. 62, Bihari Park, Devli, New Delhi - 110062 on Thursday, the 29th day of September 2016 at 11.45 A.M. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016 and statement of Profit and Loss for the period ended 31st March 2016 and report of the Directors and the report of the Auditors thereon.

2. To appoint the Auditors and to authorize the Board to fix their remuneration, the Retiring Auditors **M/s. Gupta Sachdeva & Co., Chartered Accountants, Delhi,** are eligible for reappointment, and in this connection to consider and, if thought fit, to pass, with or without modifications, the following as a Ordinary Resolution:

   "RESOLVED That **M/s. Gupta Sachdeva & CO., Chartered Accountants, Delhi,** be and hereby appointed as Auditors of the company, to hold office from the conclusion of this meeting up to the conclusion of the next Annual General Meeting of the Company on a remuneration to be fixed by the Board of Directors of the Company in consultation with the Auditors plus such out of pocket expenses as may be payable to them in respect of the Audit of Accounts of the Company for the financial year 2016-17."

NOTES:

1. A member entitled to attend and vote at the General Meeting may appoint a proxy who need not be a Member to attend and vote on his behalf.
2. Proxies to be effective must be deposited at the Companies Registered office not less than forty-eight hours before the time fixed for holding the meeting.
3. Explanatory Statement pursuant to section 102 of the Companies Act, 2013, relating to Special Businesses to be transacted at the meeting is annexed hereto and forms part of the Notice.

For and on behalf of the Board of Directors

For Unibera Group Limited

Director

Mritunjay Kumar
(Director)
DIN: 01957053
Add- 2 Jay House,
Bihari Park, Devli Road
Khanpur, Delhi-110066

Director

Digvijay Chauhan
(Director)
DIN: 03013964
Add- Main Road,
Sadarpur, Noida
Uttar Pradesh-201301

Place: Delhi
Dated: 02/09/2016

BOARD REPORT

UNIBERA GROUP LIMITED

2-Road No.-62, Bihari Park Devli, New Delhi - 110062
CIN NO.: U45400DL2015PLC283462, Contact No.9910714090

Dear Members,

Your Directors have pleasure in presenting the 01st Annual Report on the business and operations of the Company together with Audited Accounts for the financial year ended March 31, 2016.

FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY

The financial Summary or performances of the Company, for the year under review are as follows:

PARTICULARS	For the period ended 31st March 2016
Total Income	0.00
Total Expenditure	46,513.00
Tax Expenses-Deferred Tax	0.00
Total Expenditure transfer to pre-operative expenses	(46,513.00)
Profit/(Loss) before Tax	0.00
Net Profit/(Loss) after Tax	0.00
Surplus / (Deficit) Carried to Balance Sheet	0.00

1. **State of Company affairs**

   During the year under review, the total Income of the Company was Nil against Nil in the previous year. The Company has incurred a loss after tax of Rs/- NIL compared to Rs/- NIL in the previous year.

2. **Transfer to reserves**

   The Company has not transferred any amount to reserves.

3. **Dividend**

   Your Directors do not recommend any dividend for the year ended 31st March, 2016.

4. **Material Changes between the date of the Board Report and end of Financial Year**

   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.

5. **Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

   During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

6. **Subsidiary Company**

   As on March 31, 2016, the Company does not have any subsidiary.

For Unibera Group Limited

Director Director

7. Statutory Auditor & Audit Report

Gupta Sachdeva & Company, Chartered Accountants the existing statutory auditors of the Company being eligible to offer themselves for appointment as Statutory Auditors of the Company pursuant to the provision of section 139 and other applicable provisions, if any, of the Companies Act 2013, read with rules made there under will appoint and hold office from the conclusion of ensuing Annual General Meeting till the conclusion of next Annual General Meeting of the company, subject to the ratification of the members at every Annual General Meeting of the Company.

There are no qualifications or observations or remarks made by the Auditors in their Report.

8. Change in the nature of business

There is no change in the nature of the business of the company.

9. Details of Directors or Key Managerial Personnel

As on 31st March, 2016, details of directors are as follows:

S. No	Director Name	DIN	Designation	Date of Appointment
1	Mritunjay Kumar	01957053	Director	03.08.2015
2	Dhananjay Kumar	03407758	Director	03.08.2015
3.	Digvijay Chauhan	03013964	Director	03.08.2015

10. Deposits

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2016. There were no unclaimed or unpaid deposits as on March 31, 2016.

11. Conservation of energy, technology absorption, foreign exchange earnings and outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure A".

12. Corporate Social Responsibility

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

13. Number of meeting of the Board

During the year 2015-16, the Board of Directors of the Company met 4 times. Further, the gap between two Board Meetings was not more than 120 days.

For Unibera Group Limited

Director Director

14. Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3)(C)of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:
(i) in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) the directors had selected such accounting policies and applied them consistently and made 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 as at March 31, 2016 and of the profit and loss of the company for that period;

(iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) the directors had prepared the annual accounts on a going concern basis; and

(vi) 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.

15. Declaration by Independent Directors

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and hence no such declaration is required.

16. Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178

The Company, being an unlisted Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

17. Particulars of Loans, Guarantees or Investments under section 186

The Company not provided any loans, guarantees, securities or Investment during the period under review.

18. Particulars of Employee

There is no employee in the Company and hence provisions of rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable.

19. Risk Management Policy

The Company has laid down the procedures to inform Board Members about risk assessment and minimization procedures. The Board of Directors of the Company has also framed risk management policy which is proposed to be adopted across all the departments of the Company in an inclusive manner.

For Unibera Group Limited

Director

Director

20. Adequacy of Internal Financial Control

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. In this regard, the Board has also adopted the policies and procedures including Internal Control System for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

21. Extract of the Annual Return In Form MGT-9:

Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure-B".

22. Related Party Transactions

Particulars of contracts or arrangements with related parties referred to in sub-section (*1*) of section 188 in the form AOC-2:

During the Financial Year 2015-16, the Company did not enter into any contract or arrangement with related parties referred to in Section (1) of section 188.

23. Acknowledgments:

The Board wishes to place on record its thanks and gratitude to the shareholders, banks, vendors for the trust and confidence reposed and hopes that they would continue their sincere and dedicated endeavor towards attainment of better results during the current year.

For Unibera Group Limited

For and on behalf of the Board of Directors

Director

Mritunjay Kumar
(Director)
DIN: 01957053
Add- 2 Jay House,
Bihari Park, Devli Road
Khanpur, Delhi-110066

Director

Digvijay Chauhan
(Director)
DIN: 03013964
Add- Main Road,
Sadarpur, Noida
Uttar Pradesh-201301

Place: Delhi
Dated: 02/09/2016

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ANNEXURE – A

Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors

(A) Conservation of energy-

(i) the steps taken or impact on conservation of energy: **NIL**
(ii) the steps taken by the company for utilizing alternate sources of energy: **NIL**
(iii) the capital investment on energy conservation equipment: **NIL**

(B) Technology absorption-

(i) the efforts made towards technology absorption: **NIL**
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution: **NIL**
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : **NIL**
(iv) the expenditure incurred on Research and Development: **NIL**

(C) Foreign exchange earnings and Outgo-

Particulars	2015-2016 (`in ₹)
Earning in Foreign Currency	**NIL**
Expenditure in foreign Currency	**NIL**

For Unibera Group Limited

Director Director