



**UNICK FIX-A-FORM & PRINTERS LTD.**

**ANNUAL REPORT  
2015-16**



**At Unick, Growth has been achieved due  
to Your Strategic Initiatives**

BOARD OF DIRECTORS

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Shri Bhupen N. Vasa	-	Chairman & Managing Director
Shri P. J. Bhide	-	Director
Shri A. Mirza	-	Director
Dr. S. L. Chopra	-	Director
Shri Hemen N. Vasa	-	Whole time Director
Shri Andrew Haig Denny	-	Director
Shri Amit B. Vasa	-	Whole time Director
Shri Priyank H. Vasa	-	Whole time Director
Smt. Kamini B. Vasa	-	Director (31-03-2015 to 21-05-2015)
Smt. Nitu K Shah	-	Addl. Director (w.e.f. 23/03/2016)
Shri Nishit B. Bangdiwala	-	Director

AUDITORS

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Shahir Asgarkhan & Co.  
Chartered Accountants

BANKERS

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State Bank of India  
The Cosmos Co. Op. Bank Ltd.

REGISTERED OFFICE

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Block No. 472, Tajpur Road, Changodar,  
Tal. Sanand, Dist. Ahmedabad - 382213.

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UNICK FIX-A-FORM AND PRINTERS LTD  
[ CIN L25200GJ1993PLC019158]

NOTICE

NOTICE is hereby given that the TWENTY Fourth Annual General Meeting of the members of UNICK FIX- A- FORM AND PRINTERS LTD [CIN L25200GJ1993PLC019158] will be held at the Regd office of the Company at Block No.472 Tajpur Road Changodar Ta Sanand Dist Ahmedabad 382213 on Thursday 29<sup>th</sup> September, 2016 at 5.00 p.m. to transact the following business:

Ordinary Business

1. To receive consider and adopt the Audited Balance Sheet and the Statement of Profit & Loss and Cash Flow Statement for the year ended on 31<sup>st</sup> March 2016 and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Amit B Vasa [DIN 06486795 ] who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Priyank H Vasa [DIN 06928383 ] who retires by rotation and being eligible offers himself for reappointment.
4. To appoint auditors and to fix their remuneration.

Special Business:

5. To consider and if thought fit, to pass with or without modifications as an Ordinary Resolution:

Resolved That pursuant to provision of Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (includes statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and clause 49 of the Listing Agreement, Mrs Nitu Kinjalkumar Shah (holding DIN 07456768 ), who was appointed as additional director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date till the date of ensuing annual general meeting and in respect of whom the company has received a notice in writing from a member proposing her candidature for the office of the Director, be and is hereby appointed as Independent Director of the Company not liable to retire by rotation and to hold office for 5( five) consecutive years for the term up to 31<sup>st</sup> March, 2021.

By order of the Board of Directors  
For UNICK FIX-A-FORM & PRINTERS LTD

B.N.VASA  
M. D.  
DIN 00150585

Regd.Office  
Block No.472 Tajpur Road Changodar  
Ta. Sanand Dist Ahmedabad-382213  
EMAIL: [info@unickfix-a-form.com](mailto:info@unickfix-a-form.com) WEBSITE: [www.unickfix-a-form.com](http://www.unickfix-a-form.com)  
Date: 25<sup>th</sup> May 2016

## NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company. The proxy form in order to be effective must be received by the company not less than 48 hours before the meeting.
  2. The relevant statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in respect of business under item Nos. 5 of the Notice set out above is annexed hereto.
  3. The Register of Members and the share transfer book of the company will remain closed from 21<sup>st</sup> September, 2016 to 28<sup>th</sup> September, 2016 (both days inclusive)
  4. Members are requested to notify immediately any change in their address with the Company's Share Transfer Agents Sharepro Services (India) Pvt.Ltd 13AB Samhita Warehousing Complex 2<sup>nd</sup> Floor Sakinaka Telephone Exchange Lane Off Andheri- Kurla Road, Sakinaka Andheri (E) Mumbai 400072
  5. Members/proxies should bring their attendance slips duly filled in for attending the meeting.
  6. Shareholders seeking any information on account or operations are requested to write to the company at an early date so as to enable the management to keep the information ready.
  7. Members holding shares in more than one folio in identical order of names are requested to write to the registered office of the company enclosing their share certificates to enable us to consolidate their holdings in one folio, to facilitate better service.
  8. Members who have not forwarded details of their bank account number and the name and address of the bank are requested again to send the same with a copy of PAN.
  9. Relevant documents referred in accompanying notice and statement are open for inspection by members at the Registered office of the company on all working days, except Sundays, during the business hours upto the date of the Meeting.
  10. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including annual report, notice, circular etc. from the company electronically.
  11. Voting through electronic means
    - (a) Pursuant to Section 108 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended and Clause 35B of Listing Agreement, the Company is pleased to provide its members the facility to exercise their right to vote at the 23<sup>rd</sup> Annual General Meeting (AGM) by electronic means. The business set out in the notice will be transacted through e-voting Services provided by Central Depository Services (India) Limited (CDSL). The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
    - (b) The remote e-voting period begins on September 23, 2016 at 9.00 a.m. and ends on September 28, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date which is September 20, 2016, may cast their vote electronically. The voting rights of Shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on this cut-off date. The e-voting module shall be disable by CDSL for voting after 5.00 p.m. on September 28, 2016.
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- (c) The facility for voting through electronic voting system or poll or ballot paper shall be made available at the meeting and the members who have not cast their voting through remote e voting shall be able to vote at the meeting.
- (d) The members who have cast their vote through remote e-voting may attend the meeting but shall not entitled to cast their vote again.
- (e) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 20, 2016 only shall be entitled to avail the facility of voting.
- (f) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. September 20, 2016, shall follow the instructions for e-voting as mentioned below for the FIRST TIME USER. In case of any query, shareholders may contact Company's Share Transfer Agents Sharepro Services (India) Pvt.Ltd 13AB Samhita Warehousing Complex 2<sup>nd</sup> Floor Sakinaka Telephone Exchange Lane Off Andheri- Kurla Road, Sakinaka Andheri (E) Mumbai 400072.
- (g) Instructions for e-voting:
- (A) In case Members receiving Notice of AGM by email and who wish to vote using the remote e-voting facility
- (a) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (b) Click on Shareholders.
- (c) 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.
- (d) Next enter the Image Verification as displayed and Click on Login.
- (e) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (f) If you are a FIRST TIME USER follow the steps given below:

For Members	Holding shares in Demat Form	Holding Shares in physical Form
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>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.</li> </ul>	
DOB	Enter the Date of Birth as recorded in your demat account or in the	

	company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv).</li> </ul>

- (g) After entering these details appropriately, click on "SUBMIT" tab.
- (h) Members holding shares in physical form will then directly reach 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.
- (i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (j) Click on the EVSN for the relevant of Unick Fix-A-Form and Printers Ltd from drop down menu and click on submit.
- (k) 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.
- (l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (m) 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.
- (n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (p) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (q) Note for Non – Individual Shareholders and Custodians
- (B) In case of Members receiving Notice of AGM by post and who wish to vote using the remote e-voting facility:  
Please follow all steps mentioned above, to cast your vote.
- (C) 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](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - 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.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
12. Mr. Bipin L. Makwana, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
13. The Scrutinizer shall, after the conclusion of the AGM, first count the votes cast at the meeting and thereafter unlock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer shall, within a period of not later than three (3) days from the conclusion of the AGM, prepare a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit it to the Chairman or any person authorized by him in writing, who shall countersign the same and declare the results of the voting.
14. The Result shall be declared on or after the Annual General Meeting (AGM). The result declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within three (3) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

Annexure to the Notice:

Statement in respect of Special Business pursuant to Section 102 of the Companies Act, 2013.

Item No. 5

The Board of Directors has appointed in its meeting held on 24/03/2016, Mrs Nitu Kinjalkumar Shah (DIN 07456768) as an Additional Director of the Company with effect from 24/03/2016, u/s 161 of the Companies Act, 2013. She will hold office upto the date of ensuing annual general meeting. She is aged about 29 years, holds a bachelor degree in Commerce. She does not hold any equity shares of the Company. The Company has received a declaration from Mrs Nitu K Shah that she meets the criteria of independence as prescribed both under section 149(6) of the Act and under clause 49 of the Listing Agreement. In the opinion of the Board, Mrs Nitu K Shah fulfills the conditions for her appointment as an Independent Director as specified in the Act and the Listing Agreement. Copy of the draft letter for appointment of Mrs Nitu K Shah, as an Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the Notice.

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The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

By order of the Board of Directors  
For UNICK FIX-A-FORM & PRINTERS LTD

B.N.VASA  
M. D.  
DIN 00150585

Regd.Office  
Block No.472 Tajpur Road Changodar  
Ta. Sanand Dist Ahmedabad-382213  
EMAIL: [info@unickfix-a-form.com](mailto:info@unickfix-a-form.com) WEBSITE: [www.unickfix-a-form.com](http://www.unickfix-a-form.com)  
Date: 25<sup>th</sup> May 2016

Details of Directors seeking appointment/ re appointment in ensuing annual general meeting.

Name : Amit B Vasa  
Din: : 06486795  
Date Of Birth: : 12/04/1975  
Date of Appointment : 15/01/2013  
Qualification: : M B A  
Expertise in Specific functional areas: Marketing Management  
Directorship in other Companies : Nil  
Chairman/ Member of Committee  
of the Board of Companies in  
which he is a Director: Nil

Relation with Key Managerial Personnel : Relative of Hemen N Vasa, Bhupen N Vasa, Priyank H Vasa,

Director has furnished the requisite declaration for their appointment/reappointment.

Name : Priyank H Vasa  
Din: : 06928383  
Date Of Birth: : 24/10/1992  
Date of Appointment : 01/09/2014  
Qualification: : Bachelor in Printing Technology  
Expertise in Specific functional  
areas: : Production and Printing Technology  
Directorship in other Companies : Nil  
Chairman/ Member of Committee  
of the Board of Companies in  
which he is a Director: : Nil  
Relation with Key Managerial Personnel: Relative of Bhupen N Vasa, Amit B Vasa, Hemen N Vasa

Director has furnished the requisite declaration for their appointment/reappointment.

By order of the Board of Directors  
For UNICK FIX-A-FORM & PRINTERS LTD

B.N.VASA  
M. D  
DIN 00150585

UNICK FIX-A-FORM AND PRINTERS LTD.  
CIN : U25200GJ1993PLC019158

## BOARD'S REPORT

To  
The Members,

Your Directors submit herewith the Twenty Fourth Audited statement of accounts for the year ended 31<sup>st</sup> March, 2016.

The State of Affairs of the Company is as under:

Rs

Profit before tax and depreciation	41251307
Less Depreciation	17595129
Profit before taxation	23656178
Less: Provision for taxation/Deferred tax	7677000
Profit after taxation	15979178

#### Dividend

To conserve the resources your Board do not recommend any dividend on equity shares of the Company and do not appropriate any amount to reserves.

Brief description of the Company's working during the year/State of Company's affairs.:

The Company has achieved a growth in turnover of about 16% while 70% spurt in net profit after tax. We are trying to get work from various industries like FMCG, Pharma etc. our focus is to sustain the growth never the less we have increased our business with agro industry & hence monsoon will play a crucial role in our growth, further if export of Pharma industries is good compared to last year we hope to increase our work with Pharma Industry.

There is no change in the nature of business of the Company during the year.

#### Material Changes and Commitments:

There are 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 this report.

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

#### Internal Financial Control:

Your directors state that there are adequate internal financial controls with reference to the financial statements i.e. Balance Sheet, Statement of Profit and loss, Cash Flow Statements and other relevant records and are operating effectively.

#### Subsidiaries/ Joint Venture/ Associate Companies:

Company has no subsidiary/joint ventures/associate companies. As there are no subsidiaries, associates and joint ventures companies, no consolidated financial statements required to be given.

**Deposits:**

Company has not accepted any deposits which fall under Chapter V and Section 73 to Section 76 of the Companies Act, 2013.

**Auditors and Auditor's Report:**

M/s Shahir Asgarkhan and Co Chartered Accounts (FRN 109844W) are the statutory auditors of the Company and there are no changes in the same and they are being eligible offers themselves for reappointment and Board recommend their reappointment.

There are no qualification, reservation or adverse remark or disclaimer made by the statutory auditors in their auditor's report.

**Employee Stock Option etc:**

During the year there are no issue of equity shares with differential rights, no issue of sweat equity shares, no issue of employee stock options and no provision of money by company for purchase of its own shares by employees or by trustees for the benefit of the employees, the details required to be given under various rules issued under the Companies Act 2013 is NIL.

**Extract of Annual Return:**

Extract of the Annual Return in Form No MGT -9 is enclosed herewith which form part of the Board of Director's report.

Conservation of energy, technology absorptions and foreign exchange earnings and outgo are as follows:

A : Conservation of energy 855876 units

B:Technology absorptions: -

C: Foreign exchange earnings and Outgo: (Rs. In Thousands)

Earning – Nil                      Outgoing – 5746.60

**Corporate Social Responsibilities:**

As the Company's net worth, turnover or net profits are below the prescribed limit under section 135 of the Company's Act 2013, the disclosures as per Rule 9 of Company's (Corporate Social Responsibility Policy) Rules, 2014 shall be NIL.

**Changes in Directors and Key Managerial Personnel:**

During the year Kamini B Vasa (DIN07145262) has resigned as Additional Director of the Company w.e.f 21/05/2015..

Smt. Nitu Kinjalkumar Shah has been appointed as woman director with effect from 24-03-2016 to hold the office upto date of next annual general meeting, and being eligible offers herself for appointment as Independent Director..

Mr Nishant S Joshi has been appointed as Company Secretary with effect from 24-03-2016.

The Independent directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of the Companies Act, 2013 and under the Listing Agreement with the Stock Exchanges.

#### Composition of Board

The Board of Directors has an optimum combination of Executive and Non-Executive Directors and Independent directors in accordance with the provisions of the Act. The composition of the Board of Directors of the company as on 31<sup>st</sup> March, 2015 is as under:

Sl. No.	Name	Designation	Executive/ Non Executive
1	Shri B. N. Vava	Chairman & Managing Director	Executive
2	Shri Hemen Vasa	Whole time Director	Executive
3	Shri Amit B. Vasa	Whole time Director	Executive
4	Shri Priyank Vasa	Whole time Director	Executive
5	Smt. Nitu Kinjalkumar Shah*	Additional Director	Non Executive
6	Mr. Andrew Denny	Director	Non Executive
7	Mr. A. Mirza	Independent Director	Non Executive
8	Mr. N. Bangdiwala	Independent Director	Non Executive
9	Dr. S.L. Chopra	Independent Director	Non Executive
10	Mr. P. J. Bhide	Independent Director	Non Executive

\*Appointed as Additional Director w.e.f. 24.03.2016.

#### 6. Numbers of meeting of the Board of Directors held :

Date of meeting	Directors Present
21/05/2015	9
31/07/2015	6
26/08/2015	5
29/10/2015	9
28/01/2016	9
24/03/2016	6

Audit Committee details are as under:

Shri P J Bhide Chairman	3 Meeting
Shri A Mirza Member	2 Meeting
Dr S L Chopra Member	4 Meeting
Mr Nishith B Bangadiwala	4 Meeting

All recommendations have been accepted by the Board.

Nomination and remuneration committee consist of Shri P J Bhide, Shri N. Bangadiwala and Dr S L Chopra three Independent Directors. 1. Meeting was held on 24/03/2016.

The Remuneration Policy has been posted on the website of the Company.

Stakeholders Relationship committee consist of Shri B. N. Vasa, Shri N. Bangadiwala and Shri A. Mirza.

Company has mechanism and free atmosphere to report anything to the Board by the Directors and/or employees of the Company. All recommendations have been accepted by the Board.

#### BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders Relationship Committee.

Various aspects of the Board's functioning were evaluated such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Particulars of Loans given, Investment made, Guarantee given and Securities provided:

There are no loans, guarantees or investments under section 186 of the Companies Act 2013

#### Related Parties Transactions

There is no contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013. Your Directors draw attention of the members to Note 10 to the financial statement which sets out related party disclosures.

#### Remuneration to Directors:

The remuneration paid to Directors, Non Executive Directors and Independent Directors are disclosed in the Extract to the Annual Return in MGT-9 as an Annexure A to the Board Report.

#### Particulars of Employees and Other Related disclosures:

The Company has no employee drawing the remuneration of Rs.5 Lacs p.m or Rs.60 Lacs p.a.

The Company has 73 permanent employees at the year end. The ratio of the remuneration of each Director to the median remuneration of the employees of the company for the financial year is 4.87.

However the information required pursuant to Section 197 read with Rule, 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request.

In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

**Secretarial Auditor:**

A secretarial Audit Report given by Shri Bipin L Makwana Practicing Company Secretary is annexed to this report.

**Corporate Governance:**

As per the amendments made in Clause 49 of listing requirements the Corporate Governance Report is not applicable to the company and hence not made.

**Risk Management Policy:**

Major concern to the Company is monsoon. Our customers list is still very much dominated by pesticide majors. A good monsoon means good business for them which translate into large orders for us. The management try to develop the Pharma clientele which dilute the risk of monsoon.

**Vigil Mechanism**

Company has vigil mechanism in force to deal with instances of fraud and mismanagement if any. The mechanism ensures that strict confidentiality is maintained whilst dealing with the concern and also that no discrimination will be meted to any person for a genuinely raised concern. The Chairman of the Audit Committee may also be contacted by employees to report any suspected or concerned incident of fraud / misconduct.

The detail of the Policy has been posted on the website of the Company.

**Directors' Responsibility Statement:**

As stipulated in Section 134 (3)( c) of Companies Act 2013, your Directors subscribe to the Directors Responsibility Statement and confirm as under:

- i) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) That 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 at the end of financial year and of the profit and loss of the company for that period;
- iii) That the directors had taken proper and sufficient care of 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;
- iv) That the directors have prepared the annual accounts on a going concern basis.
- v) That directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) That directors had devised proper systems to ensures compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Your Directors wish to place on record their deep sense of gratitude to Banks for their continued support and cooperation. Our sincere thanks are also due to our esteemed customers, suppliers and finally to employees of the Company for their untiring efforts and commitment to their duties.

Date: 25<sup>th</sup> May, 2016

For and on behalf of the Board

B.N.VASA  
M. D.  
DIN 00150585

Form No. MGT-9  
EXTRACT OF ANNUAL RETURN  
as on the financial year ended on 31<sup>st</sup> March, 2016  
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

## I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L25200GJ1993PLC019158
ii)	Registration Date	18/03/1993
iii)	Name of the Company	UNICK FIX-A-FORM AND PRINTERS LTD
iv)	Category/ sub Category of the Company.	Company Limited By Shares/ Indian Non-Government Company.
v)	Address of Regd. Office and Contact details	Block No. 472, Tajpur Road, Changodar, Taluka: Sanand, Dist. Ahmedabad : 382215, Gujarat State. Phone 91 99789 31303/04/05 Email: info@unickfix-a-form.com
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharepro Services (I) Pvt. Ltd., 416-420, 4 <sup>th</sup> Floor, Devnandan Mall, Opp. Sanyas Ashram, Ashram Road, Ellisbridge, Ahmedabad: 380006 Phote: 079-26582381 to 84

## II. 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	Paper Based Printed Materials/labels	3219700	100%

## III. 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	NOT APPLICABLE				

## IV. 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				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoter and Promoter Group <sup>2</sup>									
(1) Indian									
(a) Individuals / Hindu Undivided Family	19,53,390	1810	19,55,200	35.65	19,53,390	1810	19,55,200	35.65	0
(b) Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
(c) Bodies	0	0	0	0	0	0	0	0	0



	Corporate									
(d)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(e)	Any Other (specify)	0	0	0	0	0	0	0	0	0
	Sub-Total (A) (1)	19,53,390	1810	19,55,200	35.65	19,53,390	1810	19,55,200	35.65	0
(2)	Foreign									
(a)	Non-Resident Individuals /	0	0	0	0	0	0	0	0	0
(b)	Other-Individuals	0	0	0	0	0	0	0	0	0
(c)	Bodies Corporate	0	0	0	0	0	0	0	0	0
(d)	Banks/ FI	0	0	0	0	0	0	0	0	0
(e)	Any other	0	0	0	0	0	0	0	0	0
	Sub-Total (A) (2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoter (A)= (A) (1) + (A) (2)	19,53,390	1810	19,55,200	35.65	19,53,390	1810	19,55,200	35.65	0
(B)	Public Shareholding									
(1)	Institutions									
(a)	Mutual Funds	0	0	0	0	0	0	0	0	0
(b)	Bank/ Financial Institutions	0	0	0	0	0	0	0	0	0
(c)	Central Government	0	0	0	0	0	0	0	0	0
(d)	State Government(s)	0	0	0	0	0	0	0	0	0
(e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f)	Insurance Companies	0	0	0	0	0	0	0	0	0
(g)	Foreign Institutional Investors	0	0	0	0	0	0	0	0	0
(h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i)	Other (specify)	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)	0	0	0	0	0	0	0	0	0
(2)	Non-institutions									
(a)	Bodies Corporate	2500	1973300	19,75,800	36.02	2500	1973300	19,75,800	36.02	0
(i)	Indian	0	0	0	0	0	0	0	0	0
(ii)	Overseas	0	0	0	0	0	0	0	0	0
(b)	Individual	0	0	0	0	0	0	0	0	0
	i. Individual shareholders holding nominal share capital upto Rs.1 lakh.	255500	759500	1015000	18.51	255500	759500	1015000	18.51	0
	ii. Individual									

	shareholders holding nominal share capital in excess of Rs.1 lakh.	155400	378100	533500	9.73	155400	378100	533500	9.73	0
(c)	Others (specify)	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(2)	0	5500	5500	0.10	0	5500	5500	0.10	0
	Total Public Shareholding (B)= (B)(1)+(B)(2)	410900	1143100	1554000	28.34	410900	1143100	1554000	28.34	0
(C)	Shares held by Custodians for GDRs/ ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A)+(B)+(C)	2366790	3118210	5485000	100	2366790	3118210	5485000	100	0

## (ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year.			% Change in Share holding 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	Sarla Navnit Vasa	885648	16.15	0	885648	16.15	0	0
2	Bhupen Navnit Vasa	383240	6.99	0	383240	6.99	0	0
3	Hemen Navnit Vasa	300510	5.48	0	300510	5.48	0	0
4	Kamini Bhupen Vasa	148840	2.71	0	148840	2.71	0	0
5	Nicky Hemen Vasa	145852	2.66	0	145852	2.66	0	0
6	Bhupen Navnit Vasa	89300	1.63	0	89300	1.63	0	0
7	Vasa Sarla	400	0.01	0	400	0.01	0	0
8	Vasa Bhupen	200	0.00	0	200	0.00	0	0
9	Vasa Hemen	200	0.00	0	200	0.00	0	0
10	Thakkar Meena	200	0.00	0	200	0.00	0	0
11	Patel Mukeshbhai A.	200	0.00	0	200	0.00	0	0
12	Kathju Rituraj	200	0.00	0	200	0.00	0	0
13	Thaker Parul N.	200	0.00	0	200	0.00	0	0
14	Patel Mukesh	200	0.00	0	200	0.00	0	0
15	Vasa Bhupen N.	10	0.00	0	10	0.00	0	0
	TOTAL	1955200	35.65	0	1955200	35.65	0	0

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

Sl. 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
01	At the beginning of the year	1955200	35.65	1955200	35.65
02	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g.	No change during the year	No change during the year	No change during the year	No change during the year

	allotment / transfer / bonus/ sweat equity etc):				
03	At the End of the year	1955200	35.65	1955200	35.65

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Changes in shareholding			Cumulative Shareholding during the year	
		Name	No. of Shares	% of total shares of the company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares
1	Fix A Form Intl. Ltd.	1970400	35.92	1.4.2015	0	Nil		
		No change during the year						
		1970400	35.92	31.3.2016		Nil	1970400	35.92
2	Mansukhlal J. Kotak	50000	0.91	1.4.2015	0	Nil		
		No change during the year						
		50000	0.91	31.3.2016		Nil	50000	0.91
3	Amrutlal J. Kotak	38500	0.70	1.4.2015	0	Nil		
		No change during the year						
		38500	0.70	31.3.2016		Nil	38500	0.70
4	Atul Moradia	25000	0.45	1.4.2015	0	Nil		
		No change during the year						
		25000	0.45	31.3.2016		Nil	25000	0.45
5	Shah Chandulal J	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45
6	Daxa Moradia	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45
7	Shah Manoj C	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2015		Nil	24600	0.45
8	Safi Shilpa	24600	0.45	1.4.2014	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45
9	Bagga Devendra Singh	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45
10	Shah Lalit C	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45
11	Shah Mukesh N.	24600	0.45	1.4.2015	0	Nil		
		No change during the year						
		24600	0.45	31.3.2016		Nil	24600	0.45

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Changes in shareholding			Cumulative Shareholding during the year	
		Name	No. of Shares	% of total shares of the company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares
1	Mr. Bhupen N. Vasa	472750	8.62	1.4.2015	0	Nil		

				No change during the year				
		472750	8.62	31.3.2016		Nil	472750	8.62
2	Mr. Hemen Vasa	300710	5.48	1.4.2015	0	Nil		
				No change during the year				
		300710	5.48	31.3.2016		Nil	300710	5.48
3	Mr. P. J. Bhide	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
4	Dr. S. L. Chopra	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
5	Mr. A. Mirza	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
6	Mr. A. H. Denny	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
7	Mr. Amit B. Vasa	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
8	Mr. Nishit Bangdiwala	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
9	Mr. Priyank H. Vasa	0	0	1.4.2015	0	Nil		
				No change during the year				
		0	0	31.3.2016		Nil	0	0
10	Mrs. Kamini B. Vasa	148840	2.71	1.4.2015	0	Nil		
				No change during the year				
		148840	2.71	31.3.2016		Nil	148840	2.71
11	Mr. Mukesh R. Patel – CFO	200	0	1.4.2015	0	Nil		
				No change during the year				
		200	0	31.3.2016		Nil	400	0
12	Mr. Nishant S. Joshi Company Secretary	0	0	1.4.2015	0	Nil	0	0
				No change during the year				
		0	0	31.3.2016		Nil	0	0

## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	93334022	15640800	-	108974822
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1394593	-	-	1394593
Total (i+ii+iii)	94728615	15640800	-	110369415
Change in Indebtedness during the financial year				
Addition	6232308	-	-	6232308
Reduction	14240899	8750400	-	22991299
Net Change	(8008591)	(8750400)	-	(16758991)
Indebtedness at the end of the financial year				
i) Principal Amount	85151544	6890400	-	92041944
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1568480	-	-	1568480
Total (i+ii+iii)	86720024	6890400	-	93610424

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager				Total Amount
		Shri Bhupen Vasa	Shri Hemen Vasa	Shri Amit Vasa	Shri Priyank Vasa	
1	Gross salary					
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1740000	1740000	1440000	1440000	6360000
(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 % of Profit	-	-	-	-	-
	-Other (Specify)	-	-	-	-	-
5	Others Please specify*	13694	13436	-	12051	39181
	Total (A)	1753694	1753436	1440000	1452051	6399181
	Ceiling as per the Act	-	-	-	-	-

\* Reimbursement of expenses

## B. Remuneration to other directors:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Shri P. J. Bhide	Shri A. Mirza	Dr. S. L. Chopra	Shri N. Nangadiwala	Mr. A. H. Denny	
	3. Independent Directors						
	For attending board/ committee meetings	10000	5000	10000	5000	-	30000
	Commission	-	-	-	-	-	-
	Other, please specify	-	-	-	-	-	-
	Total (1)	10000	5000	10000	5000	-	30000
	4. Other Non Executive Directors	-	-	-	-	-	-
	For attending board/ committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Other, please specify*	-	-	-	-	174572	174572
	Total (2)	-	-	-	-	174572	174572
	Total (B)=(1+2)	10000	5000	10000	5000	174572	204572
	Total Managerial Remuneration	10000	5000	10000	5000	174572	204572
	Overall Ceiling as per the Act	-	-	-	-	-	-

\* Reimbursement of expenses

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Mukesh Patel CFO	Mr. Nishant S. Joshi Company Secy.	Total
1	Gross salary			

(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	806300	-	806300
(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 % of Profit	-	-	-
	-Other (Specify)	-	-	-
5	Others Please specify	-	-	-
	Total (C)	806300	-	806300

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority RD / NCLT / COURT	Appeal made, if any (give Details)
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

## C OTHER OFFICERS IN DEFAULT

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority RD / NCLT / COURT	Appeal made, if any (give Details)
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

## SECRETARIAL AUDIT REPORT

[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]

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Unick Fix-A-Form and Printers Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2016 ('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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rule made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made hereunder;
- (iii) The Depositories Act, 1956 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading Regulation, 1992.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulation, 2009; (Not applicable to the Company during the Audit Period)
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. (Not applicable to the Company during the Audit Period)
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008; (Not applicable to the Company during the Audit Period)



- (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993 regarding Companies Act and dealing with client.
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 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)

I have also examined Compliances with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Companies Secretaries of India. (Not applicable to the Company during the Audit Period)
- (ii) The Listing Agreement entered into by the Company with Stock Exchange (s).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below.

1. The company has not sought fresh approval of members for mortgaging of immovable properties u/s 180 (1) (a) of the Companies Act, 2013. Company is advised to seek the same.

I 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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that 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.

Bipin L. Makwana

Company Secretary in Practice

ACS No. 15650

C. P. No. 5265

Place: Ahmedabad

Date: 25/05/2016

## CEO / CFO Certification

To,  
The Board of Directors,  
UNICK FIX-A-FORM AND PRINTERS LTD.  
Ahmedabad.

Dear Sir,

This is to certify that:

- a. We have reviewed financial statements for the F.Y. ended on 31.03.2016 and the cash flow statement for the year and that to the best of our knowledge and belief:-
  - 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) these statements together present a true and fair copy of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the of the company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control system of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee:
  - 1) significant changes in internal control during the year, whenever applicable;
  - 2) that there were no significant changes in accounting policies during the year the same have disclosed in the notes to the financial statements; and
  - 3) that there were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having such significant role in the company's internal control system.
- e. We further declare that all board members and senior managerial personnel have affirmed compliance with the code of conduct for the current year;

For UNICK FIX-A-FORM AND PRINTERS LTD.

For UNICK FIX-A-FORM AND PRINTERS LTD.

H. N. VASA  
Whole Time Director

M. R. PATEL  
Chief Financial Officer

PLACE : AHMEDABAD  
DATE : 25<sup>th</sup> May, 2016

INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF  
UNICK FIX-A-FORM & PRINTERS LTD.

Report on the Financial Statements

We have audited the accompanying financial statements of UNICK FIX-A-FORM & PRINTERS LTD. ("the Company") which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss, 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 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 financial statements that give a true and fair view of the financial performance and cash flows of the Company 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. This responsibility also includes 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 frauds and other irregularities, selection and application of appropriate accounting policies, making judgments 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with Standards 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 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 judgments, including assessment of the risks of material misstatements 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 financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principle generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup>, March, 2016 and its profit and its cash flow for the year ended on that date.

### 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 statement on the matters specified in paragraphs 3 and 4 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 explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account 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 agreements with the books of account.
  - (d) In our opinion the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
  - (e) On the basis of the written representation received from the directors as at 31<sup>st</sup> March, 2016 taken on record by the Board, no Director is disqualified as on 31<sup>st</sup> March 2016 from being appointed as a Director in terms of Section 164(2) of the Act.
  - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Accounts) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed that there are no any litigations against the Company which may impact its financial statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There was no any amount required to be transferred to the Investor Education and Protection Fund by the Company.

Place : Ahmedabad

Date : 25<sup>th</sup>. May, 2016

For, SHAHIR ASGARKHAN & Co.  
Chartered Accountants  
F.R.No.:109844W  
( SA Pathan )

Proprietor  
Membership No. 32347

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under heading "Report on other legal and regulatory requirements" of our report of even date,

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All the fixed assets were physically verified by the management during the year. We are informed that no material discrepancies were noticed on such verification.
- (c) The title deeds of the immovable properties have been found in the name of the company.
- (ii) The stocks of the inventories have been physically verified during the year by management. In our opinion, the frequency of verification is reasonable. The Company is maintaining proper records and no discrepancy was noticed on verification between the physical inventory and the book records.
- (iii) The Company has not granted any loans, secured or unsecured to Companies, firms and LLPs or to other parties covered in the register maintained under Section 189 of the Act. Consequently, requirement of clauses (iii,a), (iii,b) and (iii,c) of paragraph 3 of the order are not applicable.
- (iv) As regard loans & advances and investments the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. The Company has not given any guarantee or security on behalf of any party.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder.
- (vi) The Central Government has not specified any rules for maintenance of cost records for the items of goods manufactured by the company.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, employees state insurance, Income Tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it. According to the information and explanations given to us, no Undisputed amounts payable in respect of outstanding statutory dues were in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.
- (b) There are no any amounts under dispute which are required to be deposited by 31<sup>st</sup> March, 2016.
- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to the Banks, Financial Institutions and Government.

- (ix) To the best of our knowledge, belief and information and explanations given to us the Company has not applied the moneys of initial public offer, private placement and term loans for the purposes other than those for which they were raised/obtained.
- (x) To the best of our knowledge and belief and according to information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- (xii) As the Company is not a Nidhi Company, the paragraph (xii) is not applicable to the company.
- (xiii) As per our belief and information and explanations provided to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) As informed to us and as per information and explanations given to us, the Company has not entered in to any non cash transactions with directors or persons connected with them as per provisions of section 192 of the Companies Act, 2013
- (xvi) In our opinion the company is not required to be registered under section 45IA of the RBI Act, 1934.

Place : Ahmedabad

Date : 25<sup>th</sup>, May, 2016.

For, SHAHIR ASGARKHAN & Co.  
Chartered Accountants  
F.R.No.:109844W

( SA Pathan )  
Proprietor  
Membership No. 32347

## ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Report on the financial Control Under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Unick Fix-A-Form & Printers Ltd. ("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 ('ICAI'). 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 the 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 Control over Financial Reporting (the "Guidance Note") and the standards on Auditing, issued by 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 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 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 control 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 financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of 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 control 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 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 and such internal financial controls over financial reporting were operating effectively as at March 31,2016, 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 institute of Chartered Accountants of India.

For, SHAHIR ASGARKHAN & CO.  
Chartered Accountants,  
FRN. : 109844W

Place : Ahmedabad  
Date : 25<sup>th</sup> May, 2016

(S. A. Khan)  
Proprietor  
M. NO.: 032347

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH – 2016

Particulars	Note No.	As At 31st March, 2016	As At 31st March, 2015
I EQUITY AND LIABILITIES		RUPEES	RUPEES
1. Share holders Funds ::			
(a) Share Capitals	1	54850000	54850000
(b) Reserves & Surplus	2	73482091	57502913
2. Non-Current Liabilities			
(a) Long-Term Borrowings	3	8455390	28824782
(b) Deferred Tax Liabilities (Net)	4	21425000	21685000
3. Current Liabilities			
(a) Short-Term Borrowings	5	59117002	53657148
(b) Trade Payables		36970356	43161839
(c) Other Current Liabilities	6	26038032	27887485
(d) Short-Term Provisions	7	<u>26989590</u>	<u>16031564</u>
TOTAL		307327461	303600731
II. ASSETS			
Non-Current Assets			
1. (a) Fixed Assets			
(i) Tangible Assets	8	165101324	174181677
(b) Non-Current Investments	9	475000	100000
(c) Long-Term Loans and advances	10	2594955	2594955
2. Current Assets			
(a) Inventories	11	32581034	41793076
(b) Trade receivables	12	73891666	62616991
(c) Cash and cash equivalents	13	13340665	9100762
(d) Short - term loans and advances	14	18825760	12741326
(e) Other current assets	15	<u>517057</u>	<u>471944</u>
TOTAL		307327461	303600731
The Notes form integral part of these financial statements			

As per our Audit Report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For, SHAHIR ASGARKHAN & Co.  
Chartered Accountants  
FRN. : 109844W

(S. A. PATHAN)  
Proprietor  
M. No.: 032347

B. N. VASA  
Chairman &  
Managing Director  
DIN 00150585

H. N. VASA  
Wholetime  
Director  
DIN 00150717

N. JOSHI  
Co.Secretary

M. R. PATEL  
CFO

PLACE : AHMEDABAD  
DATE : 25th May 2016

PLACE : AHMEDABAD  
DATE : 25th May 2016

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH-2016

Particulars	Note No.	As At 31st March, 2016	As At 31st March, 2015
		RUPEES	RUPEES
I. Revenue from operations	16	254379934	219024415
II. Other Income	17	<u>2347210</u>	<u>3035255</u>
III. Total Revenue (I+II)		256727144	222059670
IV. Expenses:			
Cost of materials consumed	18	126746566	112701041
Manufacturing and Operating Costs	19	27774726	23924804
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	-1626341	-2508242
Employee benefits expense	21	23849050	22172630
Finance Costs	22	12119511	13383611
Depreciation and amortization expense		17595129	12031093
Other expenses	23	<u>26612325</u>	<u>25715284</u>
Total expenses		233070966	207420221
V. Profit before exceptional and extraordinary items and tax (III-IV)		23656178	14639449
VI. Exceptional items		<u>0</u>	<u>0</u>
VII. Profit before extraordinary items and tax (V-VI)		23656178	14639449
VIII. Extraordinary items		<u>0</u>	<u>0</u>
IX. Profit before tax (VII-VIII)		23656178	14639449
X. Tax expense:			
(1) Current tax		7937000	3455000
(2) Deferred tax		-260000	1770000
XI. Profit (Loss) for the period from continuing operations (VII-VIII)		<u>15979178</u>	<u>9414449</u>
XII. Earnings per equity share of Rs. 10 each :			
(1) Basic		2.91	1.72
(2) Diluted		2.91	1.72
Weighted average number of shares outstanding		<u>5485000</u>	<u>5485000</u>
The notes form an integral part of these financial statements			

As per our Audit Report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For, SHAHIR ASGARKHAN & Co.  
Chartered Accountants  
FRN. : 109844W

(S. A. PATHAN)  
Proprietor  
M. No.: 032347

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CFO

PLACE : AHMEDABAD  
DATE : 25th May 2016

PLACE : AHMEDABAD  
DATE : 25th May 2016

Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE NO. 1 : Share Capital						
Authorised Share Capital :						
60,00,000 Equity Shares of Rs. 10 each			6,00,00,000			6,00,00,000
TOTAL RS.			<u>6,00,00,000</u>			<u>6,00,00,000</u>
Issued, Subscribed & Paid up :						
54,85,000 Equity Shares of Rs. 10 each fully paid up. (The Company has Only one class of shares referred to as equity shares having nominal value of Rs. 10/-. The holders are entitled to one vote per share)						
TOTAL RS.			<u>54850000</u>			<u>54850000</u>
			<u>54850000</u>			<u>54850000</u>
List of Shareholders holding more than 5%						
Equity Shares						
Name	No of Shares					
Held						
Fix-a-Form Int Ltd	19,70,400					
Sarla N Vasa	8,85,648					
Bhupen N Vasa	3,83,240					
Hemen N Vasa	3,00,510					
NOTE NO. 2 RESERVES & SURPLUS :						
(a) Capital Reserve						
Balance as per last account		13958		13958		
(b) Security Premium Reserve						
Balance as per last account		3940800		3940800		
(c) General Reserve						
Balance as per last account		205000		205000		
(d) Profit & Loss						
Op. Balance	53343155			44707795		
Less:- Earlier Yrs. Adjustments	0			779089		
Add:- Profit during the Year	<u>15979178</u>	<u>69322333</u>		<u>9414449</u>	<u>53343155</u>	
TOTAL			<u>73482091</u>			<u>57502913</u>

Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE NO. 3 Long Term Borrowings						
(a) Term Loans						
(i) From Banks		7176741		20144152		
(Secured by Factory Land Building & Plant and Machinery, Further secured by personal guarantee of M.D. and Whole Time Directors)						
(ii) Deferred Payment Liability		1278649		1977430		
(Against Hypo of Motor Cars)						
(iii) Foreign Currency ECB Loan		0		6703200		
(Repayable in 9 Months each of 8000 GBP)						
TOTAL			<u>8455390</u>			<u>28824782</u>
NOTE NO. 4 Deferred Tax Liability						
Op. Balance		21685000		19915000		
Add:- Addition during the year		<u>-260000</u>		<u>1770000</u>		
TOTAL			<u>21425000</u>			<u>21685000</u>
NOTE NO. 5 Short Term Borrowings						
Cash Credit from Bank		59117002		53657148		
(Against Hypothecation of Stocks and Debtors)						
TOTAL			<u>59117002</u>			<u>53657148</u>

Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE NO. 6 Other Current Liabilities						
Current Maturities of Long Term Debts.						
(a) Term Loans						
(i) From Banks		12780372			12181805	
(Secured by Factory Land Building & Plant and Machinery, further secured by personal guarantee of M.D. and Whole Time Directors)						
(ii) Loan against Bank F.D.		4100000			4139196	
(Secured against F.D. of Bank)						
(b) Deferred Payment Liability		698780			1234291	
(Against Hypo of Motor Cars)						
(c) Foreign Currence ECB Loan						
(Repayable in 12 equal Installments Each of 8000 GBP in F.Y. 2016-2017)		6890400			8937600	
Interest Accrued but not due		<u>1568480</u>			<u>1394593</u>	
TOTAL			<u>26038032</u>			<u>27887485</u>
NOTE.NO. 7 Short Term Provisions						
(a) Provision for Employees benefits		9679241			9001367	
(b) Others						
Sundry Payables	7403733			5060581		
Provision for Taxation (Net)	<u>9906616</u>			<u>1969616</u>		
TOTAL		<u>17310349</u>			<u>7030197</u>	
			<u>26989590</u>			<u>16031564</u>

**NOTE NO. 8 FIXED ASSETS**

SR NO	ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
		AS ON 1.4.2015	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS ON 31.3.2016	PROVIDED UP TO 1.4.2015	PROVIDED FOR 31.3-2016	DEDUCTION	PROVIDED UP TO 31.3.2016	AS ON 31.3.2016	AS ON 31.3.2015
1	LAND & LAND DEVELOPMENT	1004752	0	0	1004752	0	0	0	0	1004752	1004752
2	BUILDING	22511738	0	0	22511738	5860082	628949	0	6489031	16022707	16651656
3	PLANT & MACHINERY	171194774	939405	0	172134179	58420159	11208892	0	69629051	102505128	112774615
4	ELECTRIC INSTALLATION	4959465	541590	0	5501055	1249444	806011	0	2055455	3445600	3710021
5	FURNITURE & FIXTURES	4380496	64273	0	4444769	2415742	394673	0	2810415	1634354	1964754
6	AIR COOLERS	41500	0	0	41500	39889	0	0	39889	1611	1611
7	AIR CONDITIONERS	3928370	0	0	3928370	952831	280392	0	1233223	2695147	2975539
8	REFRIGERATORS	19125	0	0	19125	19125	0	0	19125	0	0
9	VEHICLES	9170357	0	0	9170357	5358445	803160	0	6161605	3008752	3811912
10	OFFICE EQUIPMENTS	636371	0	0	636371	505777	71314	0	577091	59280	130594
11	COMPUTERS	1602114	67200	0	1669314	1408557	134731	0	1543288	126026	193557
12	ELECTRIC MOTORS	205036	0	0	205036	37005	13828	0	50833	154203	168031
13	FAX MACHINE	30969	0	0	30969	29036	0	0	29036	1933	1933
14	BLOCKS & POSITIVES	37510429	6902308	0	44412737	6868483	3114729	0	9983212	34429525	30641946
15	WATER COOLER	226145	0	0	226145	75389	138450	0	213839	12306	150756
	<b>TOTAL</b>	257421641	8514776	0	265936417	83239964	17595129	0	100835093	165101324	174181677
	PRE. YEAR'S BALANCES	253372513	16787168	12738040	257421641	82804591	12031093	11595720	83239964	174181677	----

Particulars	As At 31st March, 2016		As At 31st March, 2015	
NOTE NO. 9 Investments : (At Cost) 4750 Shares of The Cosmos Co-Op Bank Ltd of Rs.100 each (Unquoted)		475000		100000
NOTE NO. 10 Long Term Loans and Advances Security Deposits (Unsecured considered good)		<u>2594955</u>		<u>2594955</u>
NOTE NO. 11 Inventories				
(a) Raw Materials (At Cost)	12429364		23267747	
(b) Work in Progress (At Cost)	14951999		14148673	
(c) Finished Goods (At Cost or realisable value whichever is less)	5199671		4376656	
TOTAL		<u>32581034</u>		<u>41793076</u>
NOTE NO. 12 Trade Receivables (unsecured considered good)				
(i) Over Six months	3974335		2070113	
(ii) Others	<u>69917331</u>		<u>60546878</u>	
TOTAL		<u>73891666</u>		<u>62616991</u>
NOTE NO. 13 Cash and Cash Equivalents				
(a) Balance With Banks	2613067		545633	
(b) Cash on Hand	522399		387329	
(c) Fixed Deposit with Bank (Lodged with Bank as security)	<u>10205199</u>		<u>8167800</u>	
TOTAL		<u>13340665</u>		<u>9100762</u>
NOTE NO. 14 Short Term Loans and Advances Loans and advances (Unsecured considered good)		<u>18825760</u>		<u>12741326</u>
NOTE NO. 15 Other Current Assets				
(i) Pre paid Insurance	434310		405604	
(ii) Cenvat Credit Receivables	<u>82747</u>		<u>66340</u>	
TOTAL		<u>517057</u>		<u>471944</u>



Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE NO. 16 Revenue From Operations						
(a) Sale of Products		254379934			219024415	
(b) Other Operating Revenues		<u>0</u>			<u>0</u>	
TOTAL			<u>254379934</u>			<u>219024415</u>
NOTE NO. 17 Other Income						
(a) Interest Income		938298			798637	
(b) Dividend		10000			12000	
(c) Other non-operating Income		<u>1398912</u>			<u>2224618</u>	
TOTAL			<u>2347210</u>			<u>3035255</u>
NOTE NO. 18 Cost of Materials Consumed						
Raw Materials (Paper & Ink)						
Opening Stock		23267747			17836835	
Add : Purchases		<u>115908183</u>			<u>118131953</u>	
		139175930			135968788	
Less : Closing Stock		<u>12429364</u>			<u>23267747</u>	
TOTAL			<u>126746566</u>			<u>112701041</u>
NOTE NO. 19 Manufacturing & Operating Costs						
Consumption of Stores & Spares.		6992046			7304493	
Power & Fuel		6563661			5630383	
Repairs to Building		289141			76384	
Repairs to Machinery		1687627			1642248	
Production & Mfg Exps		5036630			3652272	
Art Work Expenses		95529			129285	
Printing & Labour Charges		821601			159987	
Clearing & Forwarding Charges		213874			8337	
Custom duty		212932			777622	
Packing Material Consumed		3021213			1991426	
Royalty		2840472			2552367	
TOTAL			<u>27774726</u>			<u>23924804</u>

Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE NO. 20 Increase (decrease) in Stock						
Opening Stock						
Finished Goods	4376656			4532540		
Work-in-process	14148673			11484547		
		18525329			16017087	
Closing Stock						
Finished Goods	5199671			4376656		
Work-in-process	14951999			14148673		
		<u>20151670</u>			<u>18525329</u>	
NET INCREASE			<u>-1626341</u>			<u>-2508242</u>
NOTE.NO. 21 Employees Benefits Exps.						
(a) Salaries and Wages		21359877			18305709	
(b) Cont. to Provident and Other Funds		2263464			3658241	
(c) Staff Welfare Expenses		<u>225709</u>			<u>208680</u>	
TOTAL			<u>23849050</u>			<u>22172630</u>
NOTE. NO. 22 Finance Costs						
(a) Interest Expense		12119511			13383611	
(b) Other Borrowing Costs		<u>0</u>			<u>0</u>	
TOTAL			<u>12119511</u>			<u>13383611</u>

Particulars	As At 31st March, 2016			As At 31st March, 2015		
NOTE.NO. 23 Other Expenses						
Rent		1697000			1691200	
Insurance		947084			767278	
Rates & Taxes		19140			162556	
Freight & Transport		5490794			3989135	
Other Repairs & Maintenance		801229			737951	
Directors sitting fees		30000			35000	
Directors Remuneration		6360000			5210000	
Office Exps.		964941			1035761	
Post & Telegraph		844506			657522	
Stationary & Printing		364882			363097	
Security Exps.		451158			526006	
Telephone Exps.		563767			612924	
Conveyance Exps.		748375			725369	
Legal Fees		143716			289181	
Professional Fees		1059424			1245974	
Sales Promotion Exps		429121			315451	
Travelling Exps.		1177540			1870676	
Motor Vehicle Exps.		1847834			1842939	
Positive Charges		535474			1112449	
Electric Exps.		351300			207646	
Sales Commission		0			781111	
Dies & Tools		927297			958347	
Misc Exps		663243			449711	
Payments to Auditors		194500			128000	
TOTAL			26612325			25715284

## SIGNIFICANT ACCOUNTING POLICIES :

1. METHOD OF ACCOUNTING  
The financial statements are prepared under the historical cost convention on accrual basis.
2. FIXED ASSETS :  
Fixed Assets are stated at cost net of cenvat, less accumulated depreciation. All cost, including financing cost till commencement of assets put to use, net charges on foreign exchange contracts and adjustment arising from exchange rate variations attributable to the fixed assets are capitalised.
3. DEPRECIATION :  
(a) Depreciation is charged on the fixed assets purchased in F.Y. 2015-16 on the rates adopted as prescribed in Schedule II of Companies Act, 2013.  
(b) Depreciation on the fixed assets purchased upto F. Y. 2014-15 has been provided on residual value of the assets on the basis of life of assets as prescribed in Schedule II of Companies Act, 2013.
4. INVENTORIES :  
(a) Raw materials and packing goods are valued at lower of cost or net realisable value.  
(b) Stock in process is valued at lower of cost or net realisable value.  
(c) Finished stock is valued at lower of cost or realisable value.
5. RETIREMENT BENEFITS :  
The Company has a scheme of provident fund. The gratuity is provided on the basis of actuarial valuation liability. Company provides for leave encashment on accrued basis :
6. TRANSACTION IN FOREIGN EXCHANGE :  
Expenses and Income in foreign currencies are recorded at the exchange rates prevailing on the date of the transactions. Company has exercised the option of capitalising foreign exchange difference on outstanding loans incurred by the Company for purchase of fixed assets as per AS 11 pursuant to MCA notification.
7. PROVISION FOR TAXATION :  
Provision for taxation is computed as per "total income" returnable under the Income Tax Act. 1961 after taking into account deductions and exemptions.

## NOTES FORMING PART OF ACCOUNTS :

1. Figures of the previous year have been regrouped wherever necessary for comparison purposes.
2. Balance of loans & advances, sundry debtors, creditors and unsecured loans are subject to confirmation.
3. The amount due to small scale Industrial undertakings is furnished under the relevant head, on the basis of information available with the company regarding the status of small scale industry of the suppliers. There is no amount exceeding Rs. 1 lac. outstanding to such suppliers which is due for more than 30 days.
4. Provision and/or payment to Auditors :
 

	Current Yr.	Pre. Yr.
	Rs.	Rs.
Audit Fees	80000/-	60000/-
Tax Audit Fees	10000/-	10000/-
Certification Reimbursement etc.	104500/-	58000/-
5. Managerial remuneration to Directors have been paid on monthly basis and hence Computation of profit in accordance with section 197 & 198 of the Companies Act, 2013 has not been given.
6. Traveling Exp. include Rs.924062/- as Director's Traveling to attend Board meetings. (Pr. Yr. 1275862/-)
7. Contingent Liabilities : Nil (Pr. Yr. Nil)
8. The Company has only one business segment - Printing.
9. There is no loss on account of Impairment of Assets.
10. Related Party Transactions as per the Accounting Standard - 18 on Related Parties Disclosure are as under

Sr. No.	Name of the Party	Description of Relationship	Nature of Transaction	Amount of Transaction Rs.	Amount O/s on B/s Date Debit / Credit Rs.
1	Shri B. N. Vasa	Whole time Director	Remuneration	17,40,000	-
			Reimbursement of expenses	13694	-
2	Shri H. N. Vasa	Whole time Director	Remuneration	17,40,000	-
			Reimbursement of expenses	13436	-
3	Shri A. B. Vasa	Whole time Director	Remuneration	1440000	-
4	Shri P. H. Vasa	Whole time Director	Remuneration	1440000	-
			Reimbursement of expenses	12051	-
5	Shri P. J. Bhide	Director	Sitting Fees	10,000	
6	Shri A. Mirza	Director	Sitting Fees	5,000	-
7	Dr. S. L. Chopra	Director	Sitting Fees	10,000	-
8	Shri Andrew Haig Denny	Director	Reimbursement of Traveling Exp.	174572	
9	Shri Nishit Bangdiwala	Director	Sitting Fees	5000	
10	Smt. Sarla N. Vasa	Relative of Key Management Personnel	Salary	2,53,500	
11	Smt. Jigisha Patel	Relative of Key Management Personnel	Prof. Fees	48,000	-
			Conveyance	9,000	-
12	Ms. Ruhi H. Vasa	Relative of Key Management Personnel	Salary	3,62,400	-
13	Earning per Share as per AS 20.			For the year ended on	
				31-03-16	31-03-15
	(a)	Basic Earning per Share (Rs.)		2.91	1.72
	(b)	Diluted Earning per Share (Rs.)		2.91	1.72
14	(a) In accordance with Accounting Standard 22, which has been made applicable w. e. f. 1-04-01 Accounting for Taxes on Income (As 22) issued by the Institute of Chartered Accountants of India, the company has provided deferred tax of Rs. -2.60 Lacs during the year. (Previous year Rs. 17.70 lacs) on the basis of normal rate of depreciation as per IT rules allowable on addition to plant and machinery during the year.				
	(b) The break up of net deferred tax liability as on 31st March 2016.			(Rs. in Lacs)	
				For the year ended 31-03-16	For year ended 31-03-15
	Timing difference on account of book and tax depreciation and allied adjustments			-2.60	17.70

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016.

Indirect Method	2015 - 2016 (Rs.)	2014 - 2015 (Rs.)
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax and extraordinary items	236.56	146.39
Depreciation	175.95	120.31
Interest	121.20	133.84
Increase in provision	<u>83.55</u>	<u>13.87</u>
	<u>380.70</u>	<u>268.02</u>
Operating profit before working capital changes	617.26	414.41
Adjustment for:		
Receivables	(112.74)	14.83
Loans & Advances	(61.30)	11.13
Inventories	92.12	(79.39)
Current Liabilities	<u>(36.74)</u>	<u>(16.93)</u>
	<u>(118.66)</u>	<u>(70.36)</u>
Cash generation from operation	498.60	344.05
Interest paid	(121.20)	(133.84)
Tax paid	<u>(76.77)</u>	<u>(60.04)</u>
	<u>(197.97)</u>	<u>(193.88)</u>
Net cash flow from operating activities	300.63	150.17
<b>B CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Addition in Fixed Assets (Net)	(85.15)	(156.45)
Realisation of investments	(3.75)	-
Increase in share capital	-	-
	<u>(88.90)</u>	<u>(156.45)</u>
Net cash out flow in investing activities	211.73	(6.28)
<b>C CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Dividend paid	-	-
Increase in financial liabilities	(169.33)	6.77
Increase in Misc. expenditure	-	-
	<u>(169.33)</u>	<u>6.77</u>
Net cash out flow/in flow in financing activities	42.40	00.49
Net increase in cash and cash equivalent	42.40	00.49
Cash & cash equivalent at start of year	91.00	90.51
Cash & cash equivalent at close of year	133.40	91.00

As per our Audit Report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For, SHAHIR ASGARKHAN &amp; Co.

Chartered Accountants

FRN. : 109844W

(S. A. PATHAN)

Proprietor

M. No.: 032347

B. N. VASA  
Chairman &  
Managing Director  
DIN 00150585

H. N. VASA  
Wholetime  
Director  
DIN 00150717

N. JOSHI  
Co.Secretary

M. R. PATEL  
CFO

PLACE : AHMEDABAD  
DATE : 25th May 2016

PLACE : AHMEDABAD  
DATE : 25th May 2016

UNICK FIX-A-FORM AND PRINTERS LTD  
[ CIN L25200GJ1993PLC019158]

Regd Office: Block No.472 Tajpur Road Changodar  
Ta. Sanand Dist Ahmedabad-382213

ATTENDANCE SLIP

Annual General Meeting date: 29<sup>th</sup> Sept, 2016

Place: Block No.472 Tajpur Road Changodar Ta. Sanand Dist Ahmedabad-382213

Regd Folio \*/DP ID /Client ID/No of shares:

Name of the Shareholder:

Address of the Shareholder:

- Applicable for investors holding shares in physical form.

I hereby record my presence at Annual General Meeting of Unick Fix-A-Form and Printers Ltd held on 29<sup>th</sup> Sept, 2016 at 5.00P.M. at Block No.472 Tajpur Road Changodar Ta. Sanand Dist Ahmedabad-382213

-----  
Member/Proxy's Name (In Block Letters)

-----  
Signature of Member/Proxy

NOTE:

1. Please complete the attendance slip and hand it over at the entrance of meeting place. Only members/representatives of the Corporate Members or proxies are allowed to attend the meeting. Bodies Corporate, whether a company or not, who are members, may attend through their authorized representatives appointed under Section 113 of the Companies Act, 2013. A copy of resolution should be deposited with the Company.
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UNICK FIX-A-FORM AND PRINTERS LTD  
[ CIN L25200GJ1993PLC019158]

FORM NO MGT-14

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

UNICK FIX-A-FORM AND PRINTERS LTD  
[ CIN L25200GJ1993PLC019158]

Regd Office: Block No.472 Tajpur Road Changodar

Ta. Sanand Dist Ahmedabad-382213

Name of the Member(s):

Registered Address:

E-mail ID:

Folio No/Client ID:

DP ID:

I/We, being the member(s) hold

Equity 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:

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the Annual General meeting of the Company, to be held on 29<sup>th</sup> Sept, 2016 at 5.00 p.m. at Block No.472 Tajpur Road Changodar Ta. Sanand Dist Ahmedabad-382213 and any adjournment thereof in respect of resolution

Signed this                      day of                      2016

1. Signature of Proxy Holders

2. Signature of Proxy Holders

3. Signature of Proxy Holder

The 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 Annual General Meeting.