

ANNUAL REPORT
2019-2020

unick
fix-a-form & printers ltd



Established in 1984 Unick Fix-a-Form & Printers Ltd is a leading print house in Ahmedabad, India armed with in-house technology to assist brands & business' be distinctive in today's market.

Unick specializes in manufacturing a diverse range of packaging forms using various technologies. Unick's services range from Fix-a-form labels to print collateral.

FIX-A-FORM LABELS



PSA LABELS

IN MOULD LABELS



SHRINK SLEEVES

HEAT TRANSFER LABELS



CARTONS

PRINT COLLATERAL



Unick's vision is to provide complete packaging solutions & unparalleled support to clients & to be recognised as the market leaders in innovation.

Unick strives to be customer oriented, providing exceptional services and superior quality by combining highest level of expertise, innovation, robust processes, leading edge technologies and a relentless focus on continuous improvement.

We don't believe in resting on our laurels. We believe in constantly trying to set new standards. Be it in the acquisition of the latest machinery or in providing customized options, any problem is seen as an opportunity to expand our horizons.

Consistent customer satisfaction and committed internal teams have seen the company grow at a rapid pace to achieve industry recognition for its printing excellence.

-Hemen Vasa, Director



Unick started to take shape when Hemen Vasa & Bhupen Vasa delved into printing in 1984. There has been no looking back ever since. The company takes pride in being the first to have introduced the innovative product Fix-A-Form leaflet / booklet labels by the UK based Denny bros group established in 1945, the leading pioneer in printing industry, in India in its early years. Unick then went on to partner with them in the year 2007 to expand its horizons.

Company Information

Board of Directors & Key Managerial Personnel

Mr. Bhupen Navnit Vasa	Managing Director
Mr. Heman Navnit Vasa	Whole time Director
Mr. Priyank Hemen Vasa	Whole-time Director
Mr. Purushottam Jagannath Bhide	Independent Director
Mr. Shantilal Dhingarmal Chopra	Independent Director
Mr. Andrew Haig Denny	Director
Mrs. Jyotiben Rajeshbhai Solanki	Women Independent Director
Mr. Mukesh R Patel	Chief Financial Officer
Ms. Astha Pandey	Company Secretary

Statutory Auditor

A.A. Memon & Co.
Chartered Accountant
606, 6th Floor, Span Trade Centre
Ellisbridge, Ashram Road, Ahmedabad-6

Internal Auditor

Shahir Asgar Khan & Co
Chartered Accountant
Paraskunj Society 1st Floor,Nr
J P Chowk Opp Golden Tower, Ahmedabad

Secretarial Auditor

Vishakha Agrawal & Associates
Practising Company Secretaries
3 rd floor, 75A, Scheme No.91,
Malwa Mill,Indore 452001

Bankers

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

Share Transfer Agent

Bigshare Services Pvt. Ltd
A/802, Samudra complex,
Near Klassic Gold, Girish Cold drink,
C.G Road, Ahmedabad,Gujrat,

Registered Office

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

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Annual General Meeting

Day & Date	Wednesday, 30 th September, 2020
Time	04:00 P.M.
Venue	Through Video Conferencing in Registered Office of the Company i.e. 472, Tajpur Road, Ahmedabad - Rajkot Highway, Changodhar, Ahmedabad, Gujarat 382213

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the Members of Unick Fix-A-Form And Printers Limited will be held on Wednesday, 30th September, 2020 at 04:00 p.m. through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the registered office of the company situated at 472, Tajpur Road, Ahmedabad - Rajkot Highway, Changodhar, Ahmedabad, Gujarat 382213, shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made there at, to transact the following businesses:-

(1.) ADOPTION OF FINANCIAL STATEMENTS:-

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 including the Audited Balance Sheet as on 31st March, 2020, the Statement of profit and loss for the year ended on that date, the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.

(2.) RE-APPOINTMENT OF DIRECTOR:-

To re-appoint Mr. Priyank Hemen Vasa (DIN 06928383), who is director of the company and being eligible has offered himself for reappointment as the Director of the Company.

“RESOLVED THAT pursuant to the provision of section 152 of Companies Act, 2013 and rules made there under (including any amendment/modification thereof), Mr. Priyank Hemen Vasa, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of company, whose period of office will be liable to retire by rotation.”

SPECIAL BUSINESS:-

(3.) REVISION IN TERMS REMUNERATION OF MANAGING DIRECTOR IN CASE OF INADEQUATE PROFIT:-

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment/modification thereof) and subject to such other necessary approval(s), consent (s) or permission (s), as may be required, the Company hereby approves, the revision in the salary scale applicable to Mr. Bhupen Navnit Vasa, (DIN: 00495473), Managing Director of the Company, in case of absence of profits, during the period commencing from October 1, 2020 till as detailed in the statement forming part of this notice.

RESOLVED FURTHER that the recommendation and approval of managerial remuneration to be paid to Mr. Bhupen Navnit Vasa, (DIN: 00495473), Managing Director of the Company, by the Nomination and Remuneration Committee has been approved in the Meeting held on 31st July, 2020 be and is hereby approved and adopted and proposed for the approval of shareholders in the Annual General Meeting of the Company as per the notice of Annual General Meeting.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(4.) REVISION IN TERMS REMUNERATION OF WHOLE-TIME DIRECTOR IN CASE OF INADEQUATE PROFIT:-

To consider and if thought fit, to pass the following resolution as a Special Resolution:-
"RESOLVED THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment/modification thereof) and subject to such other necessary approval(s), consent (s) or permission (s), as may be required, the Company hereby approves, the revision in the salary scale applicable to Mr, Heman Navnit Vasa (DIN: 00150717) whole-time director of the company in case of absence of profits, during the period commencing from October 1, 2020 till as detailed in the statement forming part of this notice.

RESOLVED FURTHER that the recommendation and approval of managerial remuneration to be paid to Mr. Heman Navnit Vasa (DIN: 00150717) whole-time director of the company by the Nomination and Remuneration Committee has been approved in the Meeting held on 31st July, 2020 be and is hereby approved and adopted and proposed for the approval of shareholders in the Annual General Meeting of the Company as per the notice of Annual General Meeting.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(5.) REVISION IN TERMS REMUNERATION OF WHOLE-TIME DIRECTOR IN CASE OF INADEQUATE PROFIT:-

To consider and if thought fit, to pass the following resolution as a Special Resolution:-
"RESOLVED THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment/modification thereof) and subject to such other necessary approval(s), consent (s) or permission (s), as may be required, the Company hereby approves, the revision in the salary scale applicable to Mr. Priyank HemenVasa (DIN: 06928383) whole-time director of the

company in case of absence of profits, during the period commencing from October 1, 2020 till as detailed in the statement forming part of this notice.

RESOLVED FURTHER that the recommendation and approval of managerial remuneration to be paid to Mr. Priyank Hemen Vasa (DIN: 06928383) whole-time director of the company by the Nomination and Remuneration Committee has been approved in the Meeting held on 31st July, 2020 be and is hereby approved and adopted and proposed for the approval of shareholders in the Annual General Meeting of the Company as per the notice of Annual General Meeting.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Date: 31.07.2020
Place: Ahmedabad

By order of the Board of Directors
For Unick Fix-A-Form & Printers Ltd

Sd/-
Bhupen Navnit Vasa
(Managing Director)
(DIN 00150585)

NOTES:

NOTES:

a) In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.

b) Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

c) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for every shareholder includes Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction.

d) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

e) Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with BlueJeans.com for facilitating voting through electronic means, for providing necessary platform for Video Conference/ OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system will be provided by CDSL.

f) The Notice calling the AGM along with complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com.

g) This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 5th May, 2020.

h) The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company – www.unickfix-a-form.com as soon as possible after the Meeting is over.

i) In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA. Members may note that the Notice and Annual Report 2019- 20 will also be available on the Company's website - www.unickfix-a-form.com, and websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.

j) Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

k) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 with respect to the Special Businesses set out in the notice is annexed hereto and forms part of this notice.

l) Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2020 to Wednesday, September 30, 2020, (both days inclusive) for the Annual General Meeting. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date Tuesday September 22, 2020.

m) CS Vishakha Agrawal Proprietor of Vishakha Agrawal & Associates, (CP No. 15088, Membership No. 39298) email id: csvishakhagrawal@gmail.com Indore has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

n) Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID info@unickfix-a-form.com so that the information required may be made available at the Meeting.

o) The Members are requested to:

- Intimate changes, if any, in their registered addresses immediately.
- Quote their ledger folio number in all their correspondence.

- Send their Email address to us for prompt communication and update the same with their D.P to receive softcopy of the Annual Report of the Company

p) Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents Bigshare Services Private Limited. At A-802, Samudra Complex, off C G Road, Navrangpura, Near Girish Cold Drinks Ahmedabad 380009 India Contact No.:- +91- 079 40024135 Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.

q) The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.

r) The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 28th AGM. Members seeking to inspect such documents can send an email to info@unickfix-a-form.com.

s) As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, **Bigshare Services Private Limited. At A-802, Samudra Complex, off C G Road, Navrangpura, Near Girish Cold Drinks Ahmedabad 380009 India Contact No.:- +91- 079 40024135** having email Id bssahd@bigshareonline.com.

Instructions for remote e-voting / e-voting are as under:

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

A. In case of members receiving e-mail:

(i) The voting period begins on 27th September, 2020 (Sunday) and ends on 29th September, 2020 (Tuesday). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again

(iii) Log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" tab to cast your votes.

(v) Now, select the Electronic Voting Sequence Number - “EVSN” along with “Unick Fix-a-form & Printers Limited” from the drop down menu and click on “SUBMIT”

(vi) If you are holding shares in Demat form and have already voted earlier on www.evotingindia.com for a voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.

(vii) Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members 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 when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)	
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.	

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number :< ABCDE1234F> in the PAN Field.

(viii) After entering these details appropriately, click on “SUBMIT” tab.

Members holding shares in physical form will then reach directly the EVSN 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 remote e-voting / 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.

(ix) For member’s holdings shares in physical form, the details can be used only for remote e- voting / e-voting on the resolutions contained in this Notice.

(x) Click on the relevant EVSN on which you choose to vote.

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.

(xi) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.

- (xii) 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.
 - (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xv) Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
 - (xvi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and POA in favour of the Custodian who they have authorised to vote on their behalf, in PDF format in the system for the scrutinizer to verify the vote.
- B. Process for those shareholders whose email addresses are not registered with the Depositories for obtaining Login Credentials for E-Voting for the Resolutions proposed in this notice**
- (i) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@unickfix-a-form.com / bssahd@bigshareonline.com.
 - (ii) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) info@unickfix-a-form.com / bssahd@bigshareonline.com.
 - (iii) In case you have any queries or issues regarding remote e-voting / e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
 - (iv) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.cdsl.com.

- (v) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the abovementioned shareholders.

C) Instructions for shareholders attending the AGM through VC/OAVM are as under:

i) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Bluejeans.com e-Voting system. Shareholders may access the link which we share him through email and one notice of link will share to BSE and Company website also shareholders/members will just open the link enter name of him/her and join the meeting. The Process is download Bluejeans application (<https://bluejeans.com>) in Laptops / mobile/IPads then selects on join meeting and put this ID and Passcode

Meeting ID: 574 603 7600 Airtel Moderator Passcode: 2535

ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@unickfix-a-form.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@unickfix-a-form.com (company email id). These queries will be replied to by the company suitably by email.

vi.) For any queries please contact info@unickfix-a-form.com or company contact no. 099789 31303

D) Instructions for shareholders for E-Voting/Remote-E voting during the AGM are as under:-

i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

iii) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

E) Note for Non – Individual Shareholders and Custodians

- i) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - iii) 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.
 - iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v) 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.
 - vi) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@unickfix-a-form.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting 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, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.
- t) Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - u) Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 22nd September 2020 (Tuesday), may obtain the login ID and password by sending a request at bssahd@bigshareonline.com.
 - v) 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. 22nd September 2020 (Tuesday), only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.
 - w) The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
 - x) The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company – www.unickfix-a-form.com immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd.

y) For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

Bigshare Services Private Limited.

A-802, Samudra Complex, off C G Road, Navrangpura,

Near Girish Cold Drinks Ahmedabad 380009

Contact No.:- +91- 079 40024135

EmailId:bssahd@bigshareonline.com

z) As the 28th AGM is being held through VC, the route map is not annexed to this Notice

Date : 31.07.2020

Place : Ahmedabad

By order of the Board of Directors

For Unick Fix-A-Form & Printers Ltd

Sd/-

Bhupen Navnit Vasa
(Managing Director)
(DIN 00150585)

STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3, 4 & 5 of the accompanying Notice:

1. ITEM NO. 3

The Board recommends the revision in terms remuneration of Managing Director in case of inadequate profit commencing from October 1st 2020 subject to the approval of the shareholders in the ensuing Annual General Meeting.

In terms of the provisions of the Companies Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors of the Company in their meeting held on 31st July, 2020 recommended to increase gross salary of Mr. Bhupen Navnit Vasa (DIN 00150585) Managing Director of the Company of Rs. 2, 50,000/- per month.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr. Bhupen Hemen Vasa Managing Director, Mr. Heman Navnit Vasa, Whole-time director of the company and Mr. Priyank Hemen Vasa, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

2. ITEM NO. 4

The Board recommends the revision in terms remuneration of Whole-time Director in case of inadequate profit commencing from October 1st 2020 subject to the approval of the shareholders in the ensuing Annual General Meeting.

In terms of the provisions of the Companies Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors of the Company in their meeting held on 31st July, 2020 recommended to increase gross salary of Mr, Heman Navnit Vasa (DIN: 00150717) whole-time director of the company of Rs. 2,50,000/- per month.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr. Bhupen Hemen Vasa Managing Director, Mr. Heman Navnit Vasa, Whole-time director of the company and Mr. Priyank Hemen Vasa, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

3. ITEM NO. 5

The Board recommends the revision in terms remuneration of Whole-time Director in case of inadequate profit commencing from October 1st 2020 subject to the approval of the shareholders in the ensuing Annual General Meeting.

In terms of the provisions of the Companies Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors of the Company

in their meeting held on 31st July, 2020 recommended to increase gross salary of Mr. Priyank Vasa (DIN: 06928383) whole-time director of the company of Rs. 2,00,000/- per month.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr. Bhupen Hemen Vasa Managing Director, Mr. Heman Navnit Vasa, Whole-time director of the company and Mr. Priyank Hemen Vasa, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

Date : 31.07.2020
Place : Ahmedabad

By order of the Board of Directors
For Unick Fix-A-Form & Printers Ltd

Sd/-
Bhupen Navnit Vasa
(Managing Director)
(DIN 00150585)

Board's Report

To,
 The Members
 UNICK FIX-A-FORM AND PRINTERS LIMITED

The Directors of the Company feel amiable in presenting **28th Annual Report** of the Company Along with the Audited Statement of Accounts and Auditors' Report for the Financial Year ended 31st, March, 2020.

1.) FINANCIAL PERFORMANCE:

Particulars	Current Year (F.Y. 2019-20)	Previous Year (F.Y. 2018-19)
Revenue from operations	48,41,20,633	38,25,45,657
Other Income	39,12,938	20,08,737
Total Revenue	48,80,33,571	38,45,54,394
Expenses (Other than finance cost)	4,33,447,904	33,68,61,381
Finance cost	1,51,23,069	1,50,56,483
Total expenses	44,85,70,973	35,19,17,864
Profit before tax	3,94,62,598	3,26,36,530
Less : Current tax	71,00,000	70,20,000
Deferred tax	35,00,000	41,83,046
Profit/Loss after tax	2,88,62,598	2,14,33,484

2.) STATE OF COMPANY'S AFFAIRS:

There is No change in the Nature of the Business of the Company during the Financial Year. Despite of difficult market conditions, healthy competition in the market and lack of interest of the investors, the performance of your Company has been satisfactory and to achieve the healthy growth for its stakeholders. The performance evaluations of the Company are as under;

Revenue: During the financial year 2019-20, the revenue of the Company has increased from Rs. 3825.45 lacs to Rs. 4841.20 lacs it shows that the revenue of the Company increased by 20.98% approx. as compared to previous financial year 2018-19.

Expenses: In Financial Year ended 31 March, 2020, the expense of the Company is increased from Rs. 3519.18 lacs to Rs. 4485.70 lacs as compared to the previous financial year ended on 31 March, 2019. And the finance cost of the Company is also increased by Rs. 150.56 Lacs as compared to the previous financial year 2018-19.

3.) DIVIDEND:

Keeping in view the growth prospects of the Company the Board of your company has not recommended any Dividend for the Financial Year 2019-20.

4.) MATERIAL CHANGES AND COMMITMENTS:

The Company has not undergone any Material Changes during the Financial Year that may affect the Financial Worth of the Company in any way. There are No Significant and Material orders passed by the Regulators, Tribunals or Courts which can have a Significant impact on the status of the Company of being a going concern and Company's Operations in future.

5.) INTERNAL FINANCIAL CONTROL:

Your Directors state that there are adequate Internal Controls in the Company for ensuring the Smooth working of the Operations and growth of the organization

6.) MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

As the requirement under SEBI (LODR), 2015 the Management is required to prepare MDAR , for that reason it has been annexed as Annexure V forming part of this Report.

7.) REPORT ON CORPORAE GOVERNANCE:

Your Company has not been involved in any unethical Practices and has complied with all the Compliance related requirements. A detailed Report on Corporate Governance is required to be made by the Compliance Officer of the Company as per SEBI (LODR), 2015. The same has been annexed in the Report as Annexure VI.

8.) SUBSIDIARIES/ JOINT VENTURE / ASSOCIATE COMPANIES:

The Company has no Subsidiary/ Joint Venture/ Associate Company and hence is not required to prepare any Consolidated Financial Statement.

9.) DEPOSITS:

The Company has not accepted any Deposits during the Financial Year 2019-20 which are required to be reported as per Chapter V and Section 73 to 76 of the Companies Act, 2013.

10.) DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors have 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, 2020 and of the profit of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) The Directors have prepared the annual accounts on a 'going concern' basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

11.) EMPLOYEE STOCK OPTION:

During the year there has not been any issue of Equity shares to the Employees of the Company on differential basis. Hence, no such information is required to be filed under the provisions of Companies Act, 2013.

12.) AUDITORS AND AUDITOR'S REPORT:

The Shareholders at their 25th Annual General Meeting (AGM) held on 29th September, 2017 had approved the appointment of M/s. A.A. Memon & Co, Chartered Accountants, Ahmedabad (Firm Registration No. 106346W), Statutory Auditors to hold office for the period of five years from the conclusion of 25th AGM till the conclusion of 30th Annual General Meeting. The Auditors in their Audit report have not made any adverse remark, qualification or reservation

13.) EXTRACT OF ANNUAL REPORT:

HEREWITH the Extract of Annual Return in the Specifies form i.e. Form No MGT 9 has been enclosed as the Annexure I.

14.) CORPORATE SOCIAL RESPONSIBILITY:

As the Net Worth, Turnover and Net Profit are below the Limits as prescribed under Section 135 of the Companies Act, 2013 and Rule 9 of the Companies(Corporate Social Responsibility Policy) Rules, 2014, hence the Company is not required to contribute in CSR.

15.) DIRECTORS COMPOSITION:

Underneath a table has been provided consisting of the information regarding Directors of your Company.

S. No.	Name	Designation	Executive /Non-Executive
1.	Mr. Bhupen Navnit Vasa	Managing Director	Executive
2.	Mr. Hemen Navnit Vasa	Whole time Director	Executive
3.	Mr. Priyank Hemen Vasa	Whole time Director	Executive
4.	Mr. Andrew Denny	Director	Non Executive
5.	Mrs. Jyotiben Rajeshbhai Solanki	Independent Director	Non Executive
6.	Dr. S.L. Chopra	Independent Director	Non Executive

7.	Mr. P.J. Bhide	Independent Director	Non Executive
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16.) MEETINGS OF BOARD:

S. No.	Date of the Meeting	Members Present
1.	30 th May, 2019	7
2.	31 st July, 2019	5
3.	10 th August, 2019	5
4.	17 th October, 2019	7
5.	13 th February, 2020	7

17.) COMMITTEE OF BOARD OF DIRECTORS:

Pursuant to section 178 and other applicable provisions of the Companies Act, 2013 Company had constituted the following Board Committees

1. Audit committee
2. Nomination and remuneration committee
3. Stakeholder relationship committee
4. Independent Director committee
5. Share transfer committee

The composition of all committees has been stated under corporate governance report as an integral part of Annual Report.

18.) BOARD EVALUATION:

Pursuant to the provisions of Companies Act, 2013, the Board has carried out an Annual Performance Evaluation of its own performance, the Directors individually as well as mutually evaluated their performance along with the performance of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Various aspects such as Composition, Attendance, Duties, Obligations, etc. have been evaluated under this. The performance of the Directors was assessed individually and as a Whole.

19.) CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO ARE AS FOLLOWS:

The particulars as required under the provisions of section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished the nature of activities undertaken by the company during the year under review.

20.) REMUNERATION TO DIRECTORS:

The remuneration paid to Executive, Non-Executive and Independent Directors are disclosed in the extract to the Annual Return in Form MGT-9. The same has been annexed as Annexure A of Board Report.

21.) RISK MANAGEMNT POLICY:

Major concern to your Company is monsoon. Our customer list is still 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.

22.) VIGIL MECHANISM:

Company has vigil mechanism in force to deal with instance 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.

23.) SECRETARIAL AUDIT:

The board has appointed CS Vishakha Agrawal, Practising Company Secretary, to conduct Secretarial Audit for the financial year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as Annexure II to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

24.) PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED:

The company has not given any loan, done any investment or provided any guarantee under Section 186 of the Companies Act, 2013.

25.) RELATED PARTY TRANSACTION:

There is no contract or agreement entered into by the company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013.

26.) DISCLOUSER UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION AND REDRESSAL) ACT, 2013:

Unick Fix-a-form & Printers Limited is to provide the healthy environment to its employees, the company has in place a prevention of the Sexual Harassment Policy and an internal complaints committee as per the requirements of sexual harassment of women at workplace (Prevention, Prohibition And Redressal) Act, 2013. The policy is available on company's website: www.unickfix-a-form.com

27.) DECLARATION BY INDEPENDENT DIRECTORS:

Your company has received declaration from all the independent directors confirming that they meet the criteria of independence as prescribed under the provisions of the companies act, 2013 read with schedules and rules issued thereunder as well as Regulation 16(1) (b) of Listing Regulation (including any statutory modifications(s) or re-enactment(s) for the time being in force).

28).DISCLOUSER REQUIREMENT:

- As per the Provisions of the SEBI (LODR) Regulation 2015 entered into with the stock exchanges, corporate governance report with auditors' certificate thereon and management discussion and analysis are attached, which form part of this report.
- Details of the familiarization programme of the independent directors are available on the website of the Company www.unickfix-a-form.com

During the year the company has not transferred any amount to General reserve

29.) REMUNERATION POLICY:

In accordance of section 178 and other applicable provisions of companies Act 2013 read with rules there under and applicable regulations of SEBI (Listing Obligation And Disclosure) Requirements, 2015 the board has formulated the nomination and remuneration policy of your company on the recommendations of nomination and remuneration committee; the policy is available on company's website:www.unickfix-a-form.com

30.) APPRECIATION:

Your Director wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendor and Shareholders during the year under review. Your Director also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and workers of the Company

Date : 31.07.2020
Place : Ahmedabad

By order of the Board of Directors
For Unick Fix-A-Form & Printers Ltd

Sd/-
Bhupen Navnit Vasa
(Managing Director)
(DIN 00150585)

Annexure-I
FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2020

[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:

CIN	L25200GJ1993PLC019158
Registration Date	18/03/1993
Name of the Company	UNICK FIX-A-FORM AND PRINTERS LTD
Category/Sub-Category of the Company	Company limited by share/Indian Non Government Company
Address of the Registered Office and Contact details	Block No. 472, Tajpur Road, Changodar, Tal. Sanand, Dist. Ahmedabad. Gujrat 382213 Phone 91 99789 31303/04/05 Email: info@unickfix-a-form.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any.	Big shares Services Pvt Ltd. A-802, Samudra Complex Off C G Road Navrangpura Near Girish Cold Drinks Ahmedabad 380009 P : +91 079 40392570 M : +91 09879653604

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:-

S.No.	Name and Description of main products / service	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

Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
N.A.	N.A.	N.A.	N.A.	N.A.

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) CATEGORY-WISE SHAREHOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during the Year
A. Promoters									
(1) Indian									
a) Individual/HUF	1953800	1400	1955200	35.65	1953800	1400	1955200	35.65	0.00%
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.	0	0	0	0	0	0	0	0	0
e) Bank/FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
(i) Trust	0	0	0	0	0	0	0	0	0
Sub-Total (A) (1)	1953800	1400	1955200	35.65	1953800	1400	1955200	35.65	0
(2) Foreign									
a) NRIs – 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
f) 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 Promoters (A)= (A)(1)+(A)(2)	1953800	1400	1955200	35.65	1953800	1400	1955200	35.65	0
B.Public Shareholding									
(1) Institution									
a) Mutual Fund/UTI	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0

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e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (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) Body Corporate									
i) Indian	22881	1973300	1996181	36.39	6901	1973300	1980201	36.10	(0.29)
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) individual shareholders holding nominal share capital upto 1 lakh	363690	587200	950890	17.34	380176	560300	940476	17.15	(0.19)
ii) individual shareholders holding nominal share capital in excess of 1 lakh	440114	101100	541214	9.87	468599	101100	569699	10.39	0.52
c) Others (Specify)									
i) Trust									
ii) Non-Resident Indians	0	5500	5500	0.10	42	5500	5542	0.10	0
iii) Clearing Members	2281	0	2281	0.04	5882	0	5882	0.11	0.07
iv) Hindu Undivided Families	33734	0	33734	0.62	28000	0	28000	0.51	(0.10)
v) Foreign Corporate Bodies									
Sub-Total (B) (2)	862700	2667100	3529800	64.35	889600	2640200	3529800	64.35	0.00
Total Public Shareholding (B) = (B)(1) + (B)(2)	862700	2667100	3529800	64.35	889600	2640200	3529800	64.35	0.00
TOTAL (A) + (B)	0	0	0	0	0	0	0	0	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
GRAND TOTAL (A) + (B) + (C)	2816500	2668500	5485000	100.00	2641600	5485000	100.00	2641600	0.00

ii. Shareholding of Promoters

Shareholders 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	
Vasa Hemen	200	0.00	0	200	0.00	0	0
Thakkar Meena	200	0.00	0	200	0.00	0	0
Patel Mukesh	200	0.00	0	200	0.00	0	0
Patel Mukeshbhai A.	200	0.00	0	200	0.00	0	0
Thaker Parul N.	200	0.00	0	200	0.00	0	0
KathjuRituraj	200	0.00	0	200	0.00	0	0
Vasa Sarla	400	0.01	0	400	0.01	0	0
Sarla Navnit Vasa	885648	16.15	0	885648	16.15	0	0
Hemen Navnit Vasa	300510	5.48	0	300510	5.48	0	0
Bhupen Navnitlal Vasa	472750	8.62	0	472750	8.62	0	0
Kamini Bhupen Vasa	148840	2.71	0	148840	2.71	0	0
Nicky Hemen Vasa	145852	2.66	0	145852	2.66	0	0
TOTAL	1955200	35.65	0	1955200	35.65	0	0

iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

There is no change in Promoters' Shareholding

Sl No.	Shareholding		Increase/ (Decrease) in Shareholding	Cumulative Shareholding during the year		Increase/ (Decrease) in Shareholding
	No. of Shares at the beginning)/ end of the year	% of total Shares of the Company at the beginning end of the year		No of Shares	% of total shares of the Company	
1	1955200	35.65	No change during the year	1955200	35.65	No change during the year

iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS).

S.No.	For each of the Top Shareholders	Shareholding at the beginning of the Year		Shareholding at the end of the Year	
		No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
	Annexed as Annexure D				

v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

For each of the Directors*	Shareholding at the beginning of the Year		Shareholding at the end of the Year	
	No. of Shares	% of Total shares of the Company	No. of Shares	% of Total shares of the Company
At the beginning of the year	1955200	35.65	1955200	35.65
Date wise increase/decrease in Promoters Shareholders during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.	No change during the year	No change during the year	No change during the year	No change during the year
At the end of the year	1955200	35.65	1955200	35.65

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	142589392	-	-	142589392
ii).Interest due but not paid	-	-	-	-
iii). Interest accrued but not due	-	-	-	-
Total (i +ii+iii)	142589392	-	-	142589392
Change in indebtedness during the financial year	142589392	-	-	-
Addition	75975277	-	-	-
Reduction	12127650	-	-	-
Net change	63847627	-	-	63847627

Indebtedness at the end of the financial year	206437019	-	-	206437019
i).Principal Amount				
ii).Interest due but not paid				
iii).Interest accrued but not due				
Total (i +ii+iii)	206437019	-	-	206437019

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director/ Whole Time Director.

S. No.	Particulars of Remuneration	BHUPEN NAVNIT VASA	HEMAN NAVNIT VASA	PRIYANK HEMEN VASA	TOTAL
	Gross Salary	24,57,600	24,57,600	18,00,000	6715200
1	(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961		-	-	-
	(b) Value of perquisites under section 17(2) Income Tax Act, 1961		-	-	-
	(c) Profit in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-	-
2	Stock options	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit				
	- Others, specify..				
5	Others - please specify	13,989	13,941	14,284	42214
	TOTAL	2471589	2471541	1814284	6757414

B. Remuneration to Independent Directors:

Description	PURUSHOTTAM JAGANNATH BHIDE	SHANTILAL CHOPRA	Jyotiben Rajeshbhai Solanki	TOTAL
Fees for attending Board/ Committee Meetings	15,000	15,000	20,000	50,000
- Commission	-	-	-	-
- Others, please specify	-	-	-	-
TOTAL	15,000	15,000	20,000	50,000

C. Remuneration to Key Managerial other than MD/WTD

S. No.	Particulars of Remuneration	Mr. Mukesh Patel CFO	Ms. Astha Pandey	Total Amount (In Rs.)
	Gross Salary	13,47,650	2,30,500	15,78,150
1	(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961	-		-
	(b) Value of perquisites under section 17(2) Income Tax Act, 1961	-	-	-
	(c) Profit in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-
2	Stock options	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- Others, specify..	-	-	-
5	Others - please specify	-	-	-
	TOTAL	13,47,650	2,30,500	15,78,150

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)
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTOR					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHERS OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

ANNEXURE-D

SR NO	Name	Shareholding		Date	Increase/Decrease in Shareholding	Cumulative Shareholding during the year		
		No. of Shares At the Beginning / end of year	% total Shares of the Company			No of Shares	% total Shares of the Company	
1	FIXA FORM INTERNATIONAL LTD.	1970400	35.92	30-Mar-2019	0		1970400	35.92
		1970400	35.92	31-Mar-2020	0		1970400	35.92
2	SUSHILA NAILESHKUMAR SHAH	98400	1.79	30-Mar-2019	0		98400	1.79
		98400	1.79	31-Mar-2020	0		98400	1.79
3	PRERIT JAYSUKHLAL DOSHI	0	0.00	30-Mar-2019		Sell	0	0.00
			0.12	31-May-2019	6633	Buy	6633	0.12
			0.31	23-Aug-2019	10332	Buy	16965	0.31
			0.31	30-Aug-2019	-189	Sell	16776	0.31
			0.36	27-Sep-2019	3016	Buy	19792	0.36
			0.39	04-Oct-2019	1678	Buy	21470	0.39
			0.42	11-Oct-2019	1696	Buy	23166	0.42
			0.39	25-Oct-2019	-1521	Sell	21645	0.39
			0.40	01-Nov-2019	340	Buy	21985	0.40
			0.40	08-Nov-2019	-300	Sell	21685	0.40
			0.38	22-Nov-2019	-585	Sell	21100	0.38
			0.36	29-Nov-2019	-1497	Sell	19603	0.36
			0.36	06-Dec-2019	-1	Sell	19602	0.36
			0.36	13-Dec-2019	199	Buy	19801	0.36
			0.36	20-Dec-2019	139	Buy	19940	0.36
			0.35	27-Dec-2019	-541	Sell	19399	0.35
			0.34	03-Jan-2020	-728	Sell	18671	0.34
			0.31	10-Jan-2020	-1530	Sell	17141	0.31
			0.31	17-Jan-2020	109	Buy	17250	0.31
			0.31	24-Jan-2020	-351	Sell	16899	0.31
			0.30	31-Jan-2020	-457	Sell	16442	0.30
			0.31	07-Feb-2020	474	Buy	16916	0.31
			0.34	14-Feb-2020	1466	Buy	18382	0.34
			0.34	21-Feb-2020	455	Buy	18837	0.34
			0.39	28-Feb-2020	2372	Buy	21209	0.39
			0.39	06-Mar-2020	242	Buy	21451	0.39
			0.41	13-Mar-2020	949	Buy	22400	0.41
			0.70	20-Mar-2020	16027	Buy	38427	0.70

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		38427	0.70	31-Mar-2020	0		38427	0.70
4	KAILASHBEN ASHOKKUMAR PATEL	33022	0.60	30-Mar-2019	0		33022	0.60
			0.60	12-Apr-2019	10	Buy	33032	0.60
			0.63	23-Aug-2019	1500	Buy	34532	0.63
			0.65	25-Oct-2019	1170	Buy	35702	0.65
			0.65	08-Nov-2019	2	Buy	35704	0.65
			0.65	15-Nov-2019	40	Buy	35744	0.65
			0.66	22-Nov-2019	300	Buy	36044	0.66
			0.67	03-Jan-2020	500	Buy	36544	0.67
		36544	0.67	31-Mar-2020	0		36544	0.67
5	RAMANLAL MANILAL PATEL	31974	0.58	30-Mar-2019	0		31974	0.58
		31974	0.58	31-Mar-2020	0		31974	0.58
6	SAURABH MOHNOT	26764	0.49	30-Mar-2019	0		26764	0.49
			0.55	16-Aug-2019	3236	Buy	30000	0.55
		30000	0.55	31-Mar-2020	0		30000	0.55
7	AMRUTLAL JAMNADAS KOTAK	29000	0.53	30-Mar-2019	0		29000	0.53
			0.52	29-Nov-2019	-500	Sell	28500	0.52
		28500	0.52	31-Mar-2020	0		28500	0.52
8	DHRUMIK RAJANBHAI SAFI	0	0.00	30-Mar-2019		Sell	0	0.00
			0.45	23-Aug-2019	24600	Buy	24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45
9	Shah Manoj Chandulal	24600	0.45	30-Mar-2019	0		24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45
10	Lalit Chandulal Shah	24600	0.45	30-Mar-2019	0		24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45
11	Mukesh Nenmal Shah	24600	0.45	30-Mar-2019	0		24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45
12	ATUL R. SAFI	24600	0.45	30-Mar-2019	0		24600	0.45
			0.00	23-Aug-2019	-24600	Sell	0	0.00
			0.00	31-Mar-2020	0		0	0.00
13	DEVENDRA SURJIT BAGGA	24600	0.45	30-Mar-2019	0		24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45
14	SHAH CHANDULAL J.	24600	0.45	30-Mar-2019	0		24600	0.45
		24600	0.45	31-Mar-2020	0		24600	0.45

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

3rd Floor, 75A, Scheme No. 91,

Malwa Mill, Indore (M.P.)

Email: csvishakhagrawal@gmail.com

Contact No. 9424501155, 8518888114

FORM NO. MR-3 SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Personnel) Rules, 2014]

To,

The Members

UNICK FIX-A-FORM AND PRINTERS LIMITED

CIN: L25200GJ1993PLC019158

Block No. 472, Tajpur Road,

Changodar, Tal. Sanand, Dist. Ahmedabad (GJ.) - 382213

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

We 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 (CIN: L25200GJ1993PLC019158) (hereinafter called “the Company”), subject to noted limitation of physical interaction and verification of records caused due to the COVID-19 Pandemic lockdown. While taking review after completion of financial year, Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

Our report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the company.

Based on the information and/or details received on 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, KMPs, Directors and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 generally complied with the statutory provisions listed hereunder and also that the Company generally has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed (within / beyond the due date) and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the company during the audit period)**
- (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 Takeovers) Regulations, 2011.
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities And Exchange Board of India (Share Based Employees Benefits) Regulations 2014. **(Not applicable to the Company during Audit Period)**

- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable to the Company during Audit Period)**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. **(Not applicable as the Company is not registered as a Registrar to an Issue or Share Transfer Agent).**
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**
- h) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**
- (vi) The following other laws as specifically applicable in the view of the Management.
 - a) Factories Act, 1948
 - b) Negotiable Instruments Act, 1881
 - c) Works Contract Rules, 2007
 - d) Industrial Disputes Act, 1947
 - e) Employees' State Insurance Act, 1948
 - f) Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - g) Environment Protection Act, 1986
 - h) Water (Prevention and Control of Pollution) Act, 1981
 - i) Air (Prevention and Control of Pollution) Act, 1974
 - j) Hazardous Waste (Management and Handling) Rules, 1989
 - k) Payment of Wages Act, 1936 and other applicable labour laws
 - l) The Water (Prevention and Control of Pollution) Act, 1974
 - m) General Clause Act, 1897
 - n) Registration Act, 1908
 - o) Indian Stamp Act, 1899
 - p) Limitation Act, 1963
 - q) Transfer of Property Act, 1882
 - r) Indian Contract Act, 1872
 - s) Sale of Goods Act, 1930
 - t) Information Technology Act, 2000
 - u) Consumer Protection Act, 1986
 - v) Arbitration and Conciliation Act, 1996
 - w) Other laws as applicable to the Company other than taxation laws

As per the certificate received from the Managing Director, the company has complied with all the laws and regulations governing the company's behavior as a Public Listed Company, has been following due processes enabling the Company to comply by all the legal requirements applicable to a Public Listed Company and has adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) Compliance of the applicable Clauses of the Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the following:

- a) As per the information / explanation received from the management of the Company, the E-form MGT-14 as required to be filed under Section 179(3) of the Companies Act, 2013 and rules made thereunder has been filed with ROC *however no supportings / documents provided for the same and that the same was not found as filed on MCA Portal.*
- b) There were some procedural lacunas/ non-compliances with regards to creation and modification of charges of the company. Also, the form required to be filed for modification of charge was not found as filed till date in accordance with the provisions of Companies Act, 2013.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were changes in the composition of the Board of Directors during the period under review.

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

Majority decision is carried through and recorded in the minutes.

We further report that no audit has been conducted on compliance with finance and taxation laws as the same are subject to audit by Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold for the purpose of the Audit Report.

We further report that there is scope to improve the systems and processes in the company and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Vishakha Agrawal & Associates
Practising Company Secretaries**

**Place: Indore
Date : 31/07/2020**

**CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
UDIN: A039298B000529205**

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE A

To,
The Members
UNICK FIX-A-FORM AND PRINTERS LIMITED
CIN: L25200GJ1993PLC019158
Block No. 472, Tajpur Road,
Changodar, Tal. Sanand, Dist. Ahmedabad (GJ.) - 382213

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and have relied on the report of statutory auditors on direct and indirect taxes. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Vishakha Agrawal & Associates
Practising Company Secretaries**

**Place: Indore
Date : 31/07/2020**

**CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
UDIN: A039298B000529205**

Form No. AOC-2
(As per "the Act" and rule made thereunder)
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS

- (a) Name(s) of the related party and nature of relationship -NA
- (b) Nature of contracts/arrangements/transactions -NA
- (c) Duration of the contracts / arrangements/transactions-NA
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: -NA
- (e) Date(s) of approval by the Board, if any: -NA
- (f) Amount paid as advances, if any: -NA

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions:

Sr.no	Name of Related Parties	Nature of Relationship	Nature of Transaction
1	NA	NA	NA

- (c) **Salient terms of the contracts or arrangements or transactions including the value, if any**
Terms of the contract conform to the prevailing market rates and all the care has been taken to ensure reasonability of prices as compared to the prevailing rates in the market better quality products and timely supplies.
- (d) **Justification for entering into such contracts or arrangements or transactions**
It is ensured that the contract with the Contracting party is advantageous to the Company and its shareholders. The Company intends to ensure following aspects by dealing with contracting parties:
- (e) **Date(s) of approval by the Board:** all the quarterly meetings held during the FY 2019-20.
- (f) **Amount paid as advances, if any:** NIL
- (g) **Date on which the special resolution was passed in general meeting as required under first proviso to section 188:** N.A.

3. THE DETAILS OF ALL RELATED PARTY TRANSACTIONS AS PER ACCOUNTING STANDARD 18 HAVE BEEN DISCLOSED IN NOTES TO ACCOUNTS OF FINANCIAL STATEMENT.

Date : 31.07.2020
Place : Ahmedabad

By order of the Board of Directors
For UNICK FIX-A-FORM & PRINTERS LTD
Sd/-
BHUPEN NAVNIT VASA
(Managing Director)
(DIN 00150585)

Annexure II

Policy on Nomination and Remuneration

Introduction:

The Nomination & Remuneration Policy ("Policy") of Unick Fix-a-Form & Printers Limited ("UNICK" or "Company") is formulated under the provisions of section 178 of the Companies Act, 2013 and under regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. ("Listing Regulations"). The policy is intended to set out the criteria to pay remuneration of the Key Managerial Personnel (KMP), Directors and other Senior Management officials and other employees of the company on a fair and equitable basis without any discrimination on any grounds and to harmonise and sync the aspirations of Human Resources with the goals of the Company.

Objective and Purpose:

The objectives and purpose of this Policy are:

- i. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a director (executive/non-executive/independent) of the Company;
- ii. To recommend policy relating to the remuneration of the Directors, KMP and Senior Management to the Board of Directors of the Company ("Board").
- iii. To lay down the policies and procedures for the annual performance evaluation of the directors individually (including executive/non-executive/independent) and also of the Board of Directors as a whole and also including committees.

Definition:

- a. '**Board**' means Board of Directors of the Company.
- b. '**Directors**' means directors of the Company.
- c. '**Committee**' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable Listing Regulations.
- d. '**Company**' means Unick Fix-a-form & Printers Limited.
- e. '**Independent Director**' means a Director referred to in Section 149(6) of the Companies Act, 2013 and rules framed there under.

f. 'Key Managerial Personnel (KMP)' means

- i) the Managing Director or Chief Executive Officer or manager
- ii) Whole-time Director
- iii) the Company Secretary;
- iv) the Chief Financial Officer; and
- v) Any other person as defined under the Companies Act, 2013 from time to time.

g. **Senior Management** means officers/personnel of the Company who are members of its core management team. The core management team includes Chief Executive Officer, Managing Director, Chief Operating Officer & Whole-time Director, Presidents, Group General Counsel, Head-HRD, Chief Financial Officer and Company Secretary.

h. 'Remuneration' means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

Unless the context otherwise requires, words and expressions used in this Policy and not defined herein but defined in the Companies Act, 2013 and Listing Regulations as may be amended from time to time shall have the meaning respectively assigned to them therein.

Constitution of Nomination and Remuneration Committee

The Board has re-constituted the "Nomination and Remuneration Committee" of the Board on October 10, 2014. This is in line with the requirements under the Companies Act, 2013 ("Act")

This Policy and the Nomination and Remuneration Committee Charter are integral to the functioning of the Nomination and Remuneration Committee and are to be read together. The Board has authority to reconstitute this Committee from time to time. The Composition of the "Nomination and Remuneration Committee" is as follows:

Sr. No.	Name of the Director	Category	Designation
1.	Purushottam Jagannath Bhide	Non-Executive Independent Director	Chairman
2.	Shantilal Dhingarmal Chopra	Non-Executive Independent Director	Member
3.	Jyotiben Rajeshbhai Solanki	Non-Executive Independent Director	Member

The composition of the committee is in accordance with the provisions of the relevant sections or regulations of the Companies Act, 2013 and SEBI (LODR), 2015 respectively.

Matters to be dealt with by the Committee

The following matters shall be dealt with by the committee:

- To periodically reviewing the size and composition of the Board to have an appropriate mix of executive and independent Directors to maintain its independence and separate its functions of governance and management and to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company;
- To formulate the criteria determining qualifications, positive attributes and independence of a Director and recommend candidates to the Board when circumstances warrant the appointment of a new Director, having regard to qualifications, integrity, expertise and experience for the position.
- Establishing and reviewing Board KMP and Senior Management succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management.
- Evaluation of performance:
 - (i) Make recommendations to the Board on appropriate performance criteria for the Directors.
 - (ii) Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company or engage with a third party facilitator in doing so.
 - (iii) Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

Meeting of Nomination and Remuneration Committee

- The nomination and remuneration committee shall meet at least once in a financial year.
- The quorum for the meeting shall be either two members or one third of the members of the committee, whichever is greater, including at least one independent director.

Policy for appointment and removal of Directors, KMP and Senior Management

- The Committee shall ascertain the integrity, qualification, expertise and experience of the person identified for appointment as Director, KMP or Senior Management and recommend to the Board his/her appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

- A person to be appointed as Director, KMP or Senior Management should possess adequate qualification, expertise and experience for the position he / she is considered for.
- A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth and complementary skills in relation to the other Board members.
- The Company shall not appoint or continue the employment of any person as Managing Director / executive Director who has attained the age of sixty years and shall not appoint Independent Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended at the discretion of the committee beyond the age of sixty years/seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond sixty years/seventy years as the case may be.
- A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.

Term / Tenure

- Managing Director / Whole-time Director: The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole time Director for a term not exceeding five years at a time. No reappointment shall be made earlier than one year before the expiry of term.
- Independent Director: An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves, is restricted to applicable regulations in force.

Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations, the

Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Directors, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Directors, KMP and Senior Management in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company

Policy relating to the remuneration for Directors, KMP and Senior Management.

Remuneration to Independent Directors:

- Independent Directors may receive remuneration by way of
 - Sitting fees for participation in the Board and other meetings;
 - Reimbursement of expenses for participation in the Board and other meetings;
 - Commission as approved by the Shareholders of the Company.
- Independent Directors shall not be entitled to any stock options. Based on the recommendation of the Nomination and Remuneration Committee, the Board may decide the sitting fee payable to Independent Directors, but the amount of such sitting fees shall not exceed the maximum permissible under the Companies Act, 2013.

Remuneration to Directors in other capacity:

The remuneration / compensation / commission etc. to be paid to Directors will be determined by the Committee and recommended to the Board for approval.

- The remuneration and commission to be paid to the Managing Director/Whole-time Director shall be in accordance with the provisions of the Companies Act, 2013, and the rules made there under.
- Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director/ Whole-time Director. Where any insurance is taken by the Company on behalf of its Directors, KMP and Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to other employees:

- Apart from the Directors, KMPs and Senior Management, the remuneration for rest of the employees is determined on the basis of the role and position of the individual employee including professional experience, responsibility, job complexity and local market conditions.
- The Company considers it essential to incentivize the workforce to ensure adequate and reasonable compensation to the staff.
- The various remuneration components, basic salary, allowances, perquisites etc. may be combined to ensure an appropriate and balanced remuneration package.
- The annual increments to the remuneration paid to the employees shall be determined based on the annual appraisal carried out by the HODs of various departments. Decisions on Annual Increments shall be made on the basis of this annual appraisal.
- Minimum remuneration to Whole-time Directors If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Directors in accordance with the provisions of Schedule V of the Companies Act, 2013.

Remuneration to KMPs and Senior Management:

- Remuneration to KMP and Senior Management The pay program for KMP and Senior Management has been designed around three primary pay components: Base/Fixed Pay, Performance Bonus and Stock Incentives. These three components together constitute the “Total Rewards” of the KMP and Senior Management.

Policy Review:

- This Policy is framed based on the provisions of the Companies Act, 2013 and rules there under and the requirements of Listing Regulations with the Stock Exchanges.
- In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.
- This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes or modification to the policy as recommended by the Committee would be placed before the Board of Directors for their approval

Information Pursuant To Section 197(12) Of the Companies Act, 2013 Read With Rule 5 (1) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(1) Ratio of the remuneration of each Director to median remuneration of the employees of the Company for the financial year ended 31st March, 2020:

Name of Director	Ratio of Director's Remuneration to the median remuneration of the employees of the Company for the Financial Year
Bhupen Navnit Vasa	14.12:1
Heman Navnit Vasa	14.12:1
Priyank Hemen Vasa	10.34:1

(2) The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year:

Name of Director/KMP	Percentage increase in Remuneration in the Financial year
Bhupen Navnit Vasa	0.00 %
Heman Navnit Vasa	0.00 %
Priyank Hemen Vasa	0.00 %
Mukesh R Patel	8.63
Astha Pandey	31.03

(3) The percentage increase in the median remuneration of the employees in the financial year amounts to 14.73%

(4) The number of permanent employees on the rolls of the company as on March 31 2020 is 195.

(5) There is no variable component of remuneration which was availed by company to directors.

(6) Remuneration is as per the remuneration policy of the company

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. Global Economic Overview :

The global economy grew 2.9% in 2019 compared to 3.6% in 2018. This sharp decline was precipitated by an increase in global trade disputes that affected the cross-border movement of products and services, a slowdown in the global manufacturing sector, weak growth coming out of some of the largest global economies and the impact of Brexit. The result was that global trade grew a mere 0.9% in 2019, pulling down the overall economic growth average. The 'Great Lockdown', as a result of the pandemic Covid-19, is projected to shrink global growth significantly starting from the calendar year 2020. (Source: World Economic Outlook, April 2020, CNN, Economic Times, trading economics, Statista, CNBC).

B. Indian Economic Overview

India emerged as the fifth-largest world economy in 2019 with a gross domestic product (GDP) of US\$2.94 trillion. India jumped 14 places to 63 in the 2020 World Bank's Ease of Doing Business ranking. There was a decline in consumer spending that affected India's GDP growth during the year under review.

India's growth for FY2019-20 was estimated at 4.2% compared with 6.1% in the previous year. Manufacturing growth was seen at 2%, a 15-year low as against

6.9% growth in FY19. A sharp slowdown in economic growth and a surge in inflation weighed on the country's currency rate; the Indian rupee emerged as one of the worst performers among Asian peers, marked by a depreciation of nearly 2% since January 2019. Retail inflation climbed to a six-year high of 7.35% in December 2019.

During the last week of the financial year under review, the national lockdown affected freight traffic, consumer off take and a range of economic activities.

C. Printing Industry in India:

"Printing industry had been witnessing a healthy growth in the past five years"

Printing – Packaging industry in India is growing; people are taking keen interest in this key industry now. There are more than 36 printing institutes some of these giving even post-graduate education.

Every year more than 3500 new printing engineering graduates joins this industry, while still much more get on the spot training in the print shops. Printing especially Packaging printing is now one of the fastest growing sectors in India. It is said that since 1989 the growth of the Printing coupled with Packaging Printing industry is over 15%.

We works for Pharmacy Products Company So due to COVID-19 the business is not effected.

D. Human Capital :

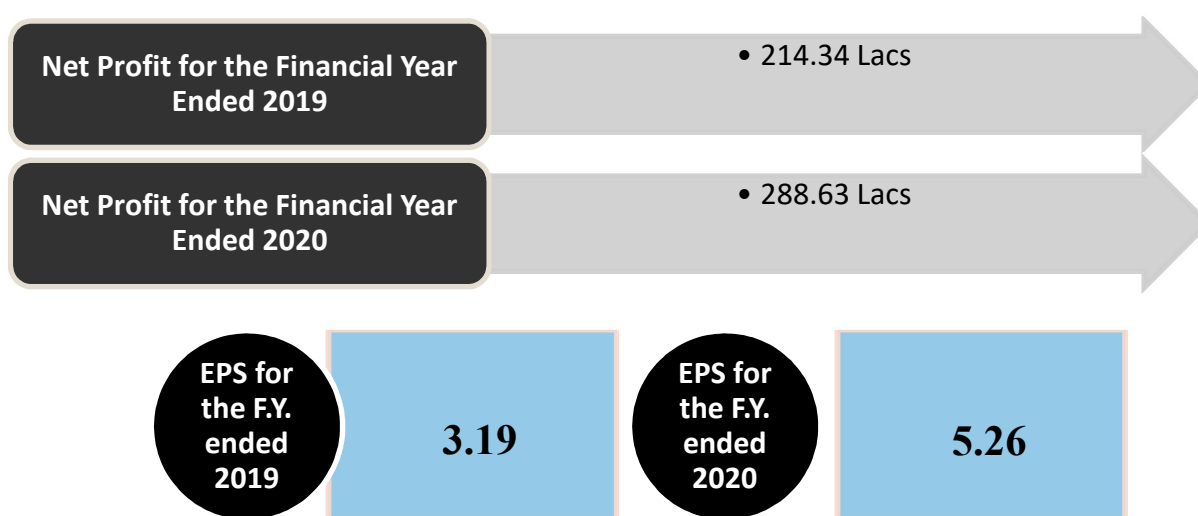
The most important asset of our company isn't something we can put our hands on. It isn't equipment or the physical plant, and it isn't data, technology, or intellectual property. The most valuable part of our company is the people—the human capital—and any plans to move our business forward have to start there. Without the availability of employees and

labour no industry can work. Hence for that purpose the company keeps in mind the welfare of all the Employees and Labours. Company maintains smooth relations with whole of the workforce and incentives are provided to them from time to time.

E. Segment Growth Drivers:

Availability of Labour, Raw Material and Capital. A strong customer base is must for all the segments and hence required in this industry also. Keeping updates of all the available and updated technological changes.

F. Review of Company's Business and Financials :



G. Opportunities :

India has averted the effects of the global slump and continues to grow. More and more multinational companies are now targeting India as the hub for manufacturing and exporting. This provides good opportunities to component manufacturers and service providers for accelerated growth. Project expansion is in progress demanding many companies

H. Challenges for Printing industry :

Maintaining existing customer base, servicing them with the goal of retaining their business is imperative. Also, the importance of the retention of expert employees cannot be ignored. Building & communicating will always be the most valuable investment organization makes to delivering sustainable growth. The pressure of senior managers to deliver will intensify significantly in future with fierce competition.

I. Internal Control Mechanism :

The Company has in place a Systematized setup for the purpose of Internal Control. The company has an authorized person for the purpose of management of internal control of the Organization. There are neither any Loop in the internal control of company nor is there

any Activity carried which results in any interruption in the smooth functioning of the operations.

J. Changes in the Nature of Business :

There has not been any change in the Nature of business being carried by the Company. The Company is still working hard for being a leader in the Printing industry in all over the India. There has not been any change in the operations of the company except in case of up gradation of the Technology

REPORT ON CORPORATE GOVERNANCE

'I believe that nothing can be greater than a business, however small it may be, that is governed by conscience; and that nothing can be meaner or pettier than a business, however large, governed without honesty and without brotherhood'

-William Hesketh Lever

"Corporate governance deals with laws, procedures, practices and implicit rules that determine a company's ability to take informed managerial decisions vis-à-vis its Claimants—in particular, its shareholders, creditors, customers, the State and employees. There is global consensus about the objective of 'good corporate governance i.e. maximizing long-term shareholder value."

2. COMPANY'S PHILOSOPHY :

The principles of Corporate Governance are based on transparency accountability and focus on the sustainable success of the Company over the long-term. At Unick Fix-a-form & Printers Limited, we feel proud to belong to a Company whose visionary founders laid the foundation stone for good governance long back and made it an integral principle of the business, as demonstrated in the words above.

Company plans to have its presence in various locations all over India. For the purpose of making its existence, the company along with its Workforce and the Technology is working at its optimum level for the purpose of providing convincing results to all its stakeholders are and bringing itself upto that stage where its Human Capital gets feel of belongingness and self-esteem.

3. BOARD OF DIRECTORS :

The Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with requisite powers, authorities and duties. The Management Committee of the Company is headed by the Managing Director has business /functional heads as its members, which look after the management of the day-today affairs of the Company.

• COMPOSITION OF THE BOARD :

The Board of Directors of the company comprises an optimum combination of Executive and non-Executive Directors, as required under regulation 17(1) (b)SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 During the year ended March 31, 2020, the Board of Directors of the Company consisted of 7 (Seven) Directors out of which 3 (Three) Executive Director including Chairman, 3 (Three) Independent Directors including one woman Director and 1 (one) Non-executive Director. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities productively and provide effective leadership to the Company.

The composition and category of Board of Directors as on 31.03.2020 are as follows:

Name	Designation	DIN	Category
Bhupen Vasa	Managing Director	00150585	Non Independent Executive Director
Hemen Vasa	Whole time Director	00150717	Non Independent Executive Director
Purushottam Jagannath Bhide	Director	00012326	Non Executive Independent Director
Shantilal Dhingarmal Chopra	Director	00461294	Non Executive Independent Director
Andrew Haig Denny	Director	02108645	Non-executive Director
Priyank Hemen Vasa	Whole time Director	06928383	Non Independent Executive Director
Jyotiben Rajeshbhai Solanki	Women Director	07921790	Non Executive Independent Director

• NUMBER OF BOARD MEETINGS

The Company has complied with all the provisions of the Companies Act, 2013 and Rules made thereunder regarding the conduction of Board Meetings. The company has conducted all the Meetings of the Board within the time interval specified under the Act and Rules for the purpose of discussing and deciding the Company's policy and strategy. The Annual Pre-scheduled tentative calendar for the Board and Committee Meetings is circulated to all the Directors. During the financial Year 2019-20 following below mentioned are the details of the Board Meetings held :-

S. NO.	DATE OF THE BOARD MEETING
1.	30 th May, 2019
2.	31 st July, 2019
3.	10 th August, 2019
4.	17 th October, 2019
5.	13 th February, 2020

• SEPARATE MEETINGS OF INDEPENDENT DIRECTOR

At least one Separate Meeting of the Independent Directors is required to be conducted by and among them as per the provisions of Regulation 25(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 without the attendance of Non- Independent Directors for the Following reasons :-

- (a) Reviewing the performance of non-independent directors and the Board as a whole;
- (b) Reviewing the performance of Chairperson of the company, And considering the views of executive and non-executive directors;
- (c) Assessing the quality, quantity and timeliness of the flow of information between the company management and Board that is necessary for the Board to effectively and reasonably perform their dues.

In 2019-20 Independent Director meeting conducted on 31st July, 2019

• FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

As per the requirements laid under SEBI (LODR), Regulation, 2015 the Company is required to conduct a familiarization programme for Independent Directors familiarizing them with their roles, rights, responsibilities in the Company, Nature of industry in which they operate, Business model of the Company. Also the company is required to post such details on its website and your company has complied with all such requirements.

• COMMITTEES OF THE BOARD

The Board has been authorized by the provisions of the law regarding the delegation of the work to the Committees formed by an authentic Board Resolution for ensuring that the best practices are being carried in the organization. The Board supervises the operations being carried out by the committees so formed and is also responsible for actions performed by them. The minutes of the Meetings of such committees are placed before the Board for review. The Board of the company has formed following committees :-

A. AUDIT COMMITTEE :-

Pursuant to the provisions laid under Regulation 18 of SEBI (LODR) Regulation, 2015 the Company is required to constitute an Audit Committee which shall oversee the operations regarding Finance, Audit, Internal control, etc. Hence, the same has been formed by the Company. It acts as a link between Management, Statutory and Internal Auditors and the Board. It recommends the appointment or re-appointment of statutory and internal auditors.

(i) Composition of Audit Committee :-

The composition of the committee is as per the limits laid under Section 177 of the Companies Act, 2013. Also the Members of the committee possess relevant experience in the field of Finance.

Sr. No.	Name of the Director	Category	Designation
1.	Purushottam Jagannath Bhide	Independent Director	Chairman

2.	Shantilal Dhingarmal Chopra	Independent Director	Non-Executive Director
3.	Jyotiben Rajeshbhai Solanki	Independent Director	Non-Executive Director
4.	Andrew Haig Denny	Member	Non-Executive Director
5.	Bhupen Navnit Vasa	Member	Executive Director
6.	Heman Navnit Vasa	Member	Executive Director
7.	Priyank Hemen Vasa	Member	Executive Director

During the financial Year 2019-20 following below mentioned are the details of the Audit Committee Meetings held :-

S. NO.	DATE OF THE BOARD MEETING
1.	30 th May, 2019
2.	31 st July, 2019
3.	17 th October, 2019
4.	13 th February, 2020

(ii) Meeting of Audit Committee :-

During the Financial Year 2019-20 Audit Committee Meetings have been conducted. Below are the details regarding all the Meetings held :-

Sr. No.	Name of the Director	No. of Meetings held	No. of Meetings attended
1.	Purushottam Jagannath Bhide	4	3
2.	Shantilal Dhingarmal Chopra	4	4
3.	Jyotiben Rajeshbhai Solanki	4	4
4.	Andrew Haig Denny	4	3
5.	Bhupen Navnit Vasa	4	4
6.	Heman Navnit Vasa	4	4
7.	Priyank Vasa	4	4

(iii) Powers of Audit Committee :-

It includes the following:

- (1) Investigating any activity falling within the terms of its Appointment.
- (2) Seeking information from any employee.
- (3) Obtaining outside legal or other advice.
- (4) Securing attendance of outsider with relevant expertise, if it considers necessary.
- (5) Any other matter as may be required by SBI (LODR) Regulation, 2015 or companies Act, 2013 and rules made thereunder or any other Legislation applicable.

B. NOMINATION AND REMUNERATION COMMITTEE :

Pursuant to the provisions of Regulation 19 of SEBI (LODR) Regulations, 2015 a Company is required to constitute Nomination and Remuneration Committee and In 2019-20 Company conduct only one meeting which is held on 31st July 2020 same has been formed by your company. This Following are the details of the Meetings held :-

Sr. No.	Name of the Director	No. of Meetings held	No. of Meetings attended
1.	Purushottam Jagannath Bhide	1	1
2.	Shantilal Dhingarmal Chopra	1	1
4.	Jyotiben Rajeshbhai Solanki	1	1

C. STAKEHOLDER RELATIONSHIP COMMITTEE :

As stated under Regulation 20 of SEBI (LODR) Regulation, 2015 the Company is required to constitute a Stakeholders Relationship Committee for the purpose of redressing investor grievances and hence the same has been formed by the Company. In 2019-20 Company Conduct Stakeholder Relationship Committee held on 30th September 2019.

• STAKEHOLDERS MEETINGS

The last three Annual General Meetings were held at the Time and Venue mentioned below:-

YEAR	AGM NO.	DATE	TIME	VENUE
2018-19	27	30/09/2019	4:00	472, Tajpur Road Changodar Dist. Ahmedabad- 382213
2017-18	26	29/09/2018	5:00	472, Tajpur Road Changodar Dist. Ahmedabad- 382213
2016-17	25	29/09/2017	5:00	472, Tajpur Road Changodar Dist. Ahmedabad- 382213

• OTHER DISCLOSURES:-

1. There are no materially significant transactions with its promoters, the directors or the senior management personnel, their subsidiaries or relatives etc. that may have

potential conflict with the interests of the Company. The disclosures in respect of Related Party Transactions have been provided in the notes to accounts. All contracts with the related parties entered into during the year are in normal course of business.

2. Neither were any penalties imposed, nor was any strictures passed by Stock Exchange or SEBI or Any Statutory Authority on any capital market related matters during the last three years.
3. The Company believes in conducting its behavior in an ethical manner which constitutes and results in highest standards of professionalism, honesty, integrity and ethical behavior. Towards this end the Company has framed a Whistle Blower Mechanism.
4. The company has complied with the requirements of SEBI (LODR) Regulation, 2015.
5. The Company doesn't have any subsidiary Company.
6. All the transactions entered into with the Related Parties during the financial year are in the ordinary course of business and are at Arm's Length Price. And hence doesn't attract any relevant provision.
7. The website of the company has been made keeping in view various legislations applicable.

• **INFORMATION FOR SHAREHOLDERS :-**

28 th Annual General Meeting of the Company	
1. Annual General Meeting	
2. Day, Date, Time, Venue	Wednesday 30 th September 2020 04.00 P.M Through Video Conferencing in Registered office at Block No. 472, Tajpur Road, Changodar, Tal. Sanand, Dist. Ahmedabad. GJ 382213
3. Financial Year	2019-20
4. Date of Book Closure	23 rd September 2020 to 30 th September 2020
5. Dividend Payment Date	No Dividend has been recommended for the year ended March 31, 2020
6. Listing on Stock Exchanges	Bombay Stock Exchange.
7. Stock Code	541503
8. ISIN Number	INE250G01010

• **INVESTOR CORRESPONDENCE:**

For any assistance regarding dematerialization of share transfer, transmissions, change of address or any query relating to shares of company please write to:-

Company Secretary & Compliance officer:

- E-Mail Id exclusively for Investor's Grievances: info@unickfix-a-form.com

MARKET PRICE DATE

S.No	Month	Highest Price BSE	Lowest Price BSE
1.	April 2019	28	22.10
2.	May 2019	23.20	20.50
3.	June 2019	20.50	19.40
4.	July 2019	20.05	17.15
5.	August 2019	27.15	18.00
6.	September 2019	25.25	22.25
7.	October 2019	25.85	21.35
8.	November 2019	28.50	23.75
9.	December 2019	25.05	21.70
10.	January 2020	29.40	24.25
11.	February 2020	24.00	19.90
12.	March 2020	23.80	20.40

• **DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2020**

UNICK FIX-A-FORM & PRINTERS LIMITED				
DISTRIBUTION OF SHARE HOLDING AS ON 31-03-2020				
Particulars	No. of holders	% holder	Amount	% amount
Upto - 5000	1378	84.3329	443941	8.0937
5001 – 10000	95	5.814	73833	1.3461
10001– 20000	53	3.2436	82071	1.4963
20001 – 30000	20	1.224	49082	0.8948
30001 – 40000	15	0.918	52123	0.9503
40001 – 50000	14	0.8568	64041	1.1676
50001 -	29	1.7748	213387	3.8904
Above 1,00,000	30	1.836	4506522	82.1608
TOTAL	1634	100	54850000	100

Shareholding Pattern as at 31st March 2020

Category	No. of shareholders	No. of Shares held	% of shareholding
Promoter	10	1955200	35.65
Bodies corporate	7	1980201	36.10
Clearing Member	1	5882	0.20
NRI	8	5542	0.10
Indian Public	1595	1538175	28.04

Total	1678	5485000	100.00
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The Company has obtained a certificate from its Statutory Auditor A.A. Memon & Co. (Chartered Accountants) that confirms that the company has complied with Corporate Governance as stipulated under Regulation 34(3) of SEBI (LODR) Regulation, 2015.

• **DEMATERIALIZATION AND LIQUIDITY :-**

The shares of the company are being traded on the stock exchange under the depository system of National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL)

S.No	Particular	No. of Shareholding	Holding%
1.	Held in Dematerialization with CDSL	411397	7.50
2.	Held in Dematerialization with NSDL	2432003	44.34
3.	Held in Physical	2641600	48.16
	Total	5485000	100

• **ADDRESS FOR CORRESPONDENCE :-**

1.) Share Transfer Agent :

Name : Bigshare Services Private Limited
Address : A-802, Samudra Complex, off C G Road, Navrangpura, Near Girish Cold Drinks Ahmedabad 380009, India
Contact No : +91-079-40024135

2.) M/S Unick Fix-A-Form & Printers Ltd.

Address : 472, Tajpur Road, Ahmedabad - Rajkot Highway, Changodar, Ahmedabad, Gujarat 382213
Contact No : +91- 99789 31303

• **AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

The Company has obtained a certificate from its Statutory Auditor M/S A.A. Memon & Co. (Chartered Accountants) that confirms that the company has complied with Corporate Governance as stipulated under Regulation 34 (3) of SEBI (LODR) Regulation, 2015.

• **DECLARATION REGARDING AFFIRMATION OF CODE OF ETHICS :-**

In confirmation with the Regulation 34(3) of SEBI (LODR) Regulation, 2015 the Company has obtained written confirmation from the Directors that the company has complied with the Code of conduct applicable to the Company by the pursue of any Legislation.

Date : 31.07.2020
Place : Ahmedabad

For and on behalf of Board of directors
Unick Fix-A-Form & Printers Ltd.
Sd/-

Bhupen Navnit Vasa
(Managing Director)
(DIN 00150585)

COMPLIANCE CERTIFICATE

{Under Regulation 34(3) and Schedule V (E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015}

To,
The Members
UNICK FIX-A-FORM AND PRINTERS LTD
(CINL25200GJ1993PLC019158)

We have examined the compliance of conditions of corporate governance by Unick Fix-A-Form And Printers Ltd, for the year ended March 31,2020, as stipulated in Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, by the company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and Management, we certify that the company has complied with conditions of corporate governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

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

For A.A.Memon & Co.
Chartered Accountants

Place: Ahmedabad
Date: 15.06.2020

A.A.Memon
(Membership No. 037728)

CFO Certification under Regulation 17(8) and Part B of Schedule II of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

I undersigned, in our respective capacities as Chief Financial Officer of Unick Fix-A-Form And Printers Ltd to the best of our knowledge and belief certifies that:

1. I have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There is, to the best of my knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and I have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which I have aware and the steps taken or propose to take to rectify these deficiencies.
4. I have indicated to the auditors and the Audit committee:-
 - (a) Significant changes in internal control over financial reporting during the year;
 - (b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Place: Ahmedabad
Date: 15.06.2020

Mukesh Ramanbhai Patel
(CFO)

INDEPENDENT AUDITOR'S REPORT

To the Members of UNICK FIX-A-FORM AND PRINTERS LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of UNICK FIX-A-FORM AND PRINTERS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit including comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the Standalone Ind AS financial statements as a whole, we do not provide a separate opinion on these matters.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report 2019-20, but does not include the Standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone End AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with [the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these Standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Ind AS financial statements, including the disclosures, and whether the Standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them

all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Ind AS financial statements for the financial year ended March 31, 2020 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes

public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the
1. Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" 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 accounts 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 including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act ;
 - l) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report ' - ' in "Annexure A" to this report;

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us.
- I. The Company informed that there was no any litigation against the Company which could impact the financial position in its standalone Ind AS financial statements.
 - II. The Company did not have any long-term contracts including derivative contracts for which there was any material foreseeable losses.

Place : Ahmedabad

Date : 15th June 2020

For, A. A. Memon & Co
Chartered Accountants
F.R.No.:106346W

(A.A. Memon)

Proprietor

Membership No. 037728

UDIN20037728AAAAAH9921

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, GST, 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 2020 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 31st March, 2020.
- (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.
- (ix) 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
- (x) As the Company is not a Nidhi Company, the paragraph (xii) is not applicable to the company.
- (xi) 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 Notes of the Financial Statements etc. as required by the applicable accounting standards.
- (xii) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xiii) 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.
- (xiv) In our opinion the company is not required to be registered under section 45IA of the RBI Act, 1934.



28th ANNUAL REPORT

Place : Ahmedabad

Date : 15th June 2020

For, A. A. Memon & Co
Chartered Accountants
F.R.No.:106346W

(A.A. Memon)

Proprietor

Membership No. 037728

UDIN20037728AAAAAH9921

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, 2020 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, 2020, 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.

Place : Ahmedabad

Date : 15th June 2020

For, A. A. Memon & Co
Chartered Accountants
F.R.No.:106346W

(A.A. Memon)

Proprietor

Membership No. 037728

UDIN20037728AAAAAH9921

BALANCE SHEET AS AT 31ST MARCH – 2020

Particulars	Note No.	As At 31st March, 2020	As At 31st March, 2019	As At 31st March, 2018
		RUPEES	RUPEES	RUPEES
I. ASSETS				
1. Non-Current Assets				
(a) Property, Plant and equipment	1	361560249	262485499	175480376
(b) Capital work in progress				
(c) Other Intangible assets				
(d) Financial assets				
(i) Investments	2	1317300	696300	696300
(ii) Loans				
(iii) Other Financial assets				
(e) Deferred tax assets (net)				
(f) Non-current tax assets (net)				
(g) Other non-current assets	3	4484952	3051336	3051336
Total non-current assets		367362501	266233135	179228012
2. Current Assets				
(a) Inventories	4	45834248	34782007	23430858
(b) Financial assets				
(i) Investments				
(ii) Trade receivable	5	119367544	122129911	82860952
(iii) Cash and cash equivalents and Bank balance	6	18554344	13797595	12410451
(iv) Loans	7	33046924	16810485	59309720
(v) Other financial assets	8	1050000	711000	588917
Total current assets		217853060	188230998	178600898
Misc. Exps (Assets)				
Deferred Revenue Exps (to the extent not w/off)		1302400	1487400	2655000
Total assets		586517961	455951533	360483910
II EQUITY AND LIABILITIES				
1. Equity				
(a) Equity Share Capital	9	54850000	54850000	54850000
(b) Other Equity				
Reserves & Surplus	10	168994887	140132289	118698805
Total Equity		223844887	194982289	173548805

Particulars	Note No.	As At 31st March, 2020	As At 31st March, 2019	As At 31st March, 2018
1. Liabilities				
1. Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	11	130687399	81225691	23297722
(c) Deferred tax liability	12	26371000	22871000	21266000
2. Current Liabilities				
(a) Financial liabilities				
(i) Borrowings	13	57454257	44081392	64151618
(ii) Trade Payables		94264211	64126560	38754649
(iii) Other financial liabilities				
(b) Provisions	14	22325844	18107292	32215575
(c) Other Current Liabilities	15	31570363	30557309	7249541
Total liabilities		362673074	260969244	186935105
Total equity and liabilities		586517961	455951533	360483910
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, A. A. Memon & Co.
Chartered Accountants
FRN. : 106346W

(A. A. MEMON)
Proprietor
M. No.: 037728
UDIN 20037728AAAAAH9921

H. N. VASA
Wholetime
Director
DIN 00150717

P. H. VASA
Wholetime
Director
DIN 6928383

A. PANDEY
Co.Secretary

M. R. PATEL
CFO

PLACE : AHMEDABAD
DATE : 15th Jun 2020

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH-2020

Particulars	Note No.	As At 31st March, 2020	As At 31st March, 2019	As At 31st March, 2018
		RUPEES	RUPEES	RUPEES
I. Revenue from operations	16	484120633	382545657	286182468
II. Other Income	17	<u>3912938</u>	<u>2008737</u>	<u>1697067</u>
III. Total Revenue (I+II)		488033571	384554394	287879535
IV. Expenses:				
Cost of materials consumed	18	253778181	176904141	119110106
Manufacturing and Operating Costs	19	55611935	47830106	39012795
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	-4718263	-2444547	2684030
Employee benefits expense	21	67988766	58739263	45734423
Finance Costs	22	15123069	15056483	9425572
Depreciation and amortization expense		30222169	26547618	19737696
Other expenses	23	<u>30565116</u>	<u>29284800</u>	<u>21960850</u>
Total expenses		448570973	351917864	257665472
V. Profit before exceptional and extraordinary items and tax (III-IV)		39462598	32636530	30214063
VI. Exceptional items		<u>0</u>	<u>0</u>	<u>0</u>
VII. Profit before extraordinary items and tax (V-VI)		39462598	32636530	30214063
VIII. Extraordinary items		<u>0</u>	<u>0</u>	<u>0</u>
IX. Profit before tax (VII-VIII)		39462598	32636530	30214063
X. Tax expense:				
Current Year		7100000	7020000	7798000
Earlier Years		0	2578046	0
Deferred tax		3500000	1605000	-398000
XI. Profit (Loss) for the period from continuing operations (VII-VIII)		<u>28862598</u>	<u>21433484</u>	<u>22814063</u>
XII. Other Comprehensive Income		<u>0</u>	<u>0</u>	<u>0</u>
XIII. Total Comprehensive Income for the year, net of tax		<u>0</u>	<u>0</u>	<u>0</u>
XIV. Earnings per equity share of Rs. 10 each :				
(1) Basic		5.26	3.91	4.16
(2) Diluted		5.26	3.91	4.16
Weighted average number of shares outstanding		<u>5485000</u>	<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, A. A. Memon & Co.
Chartered Accountants
FRN. : 106346W

(A. A. MEMON)
Proprietor
M. No.: 037728
UDIN 20037728AAAAAH9921
PLACE : AHMEDABAD
DATE : 15th Jun 2020

H. N. VASA
Wholetime
Director
DIN 00150717

P. H. VASA
Wholetime
Director
DIN 6928383

A. PANDEY
Co.Secretary

M. R. PATEL
CFO

Statement of changes in Equity for the year ended March 31, 2020

Particulars			No. of Shares	Amount in Rs.
A. Equity Share Capital				
Equity Shares of Rs. 10 Each issued, Subscribed and fully Paid.				
Balance As at April 1, 2018			5485000	54850000
Changes in Share Capital During the year 2017-2018			0	0
Balance As at March 31, 2019			5485000	54850000
Changes in Share Capital During the year 2018-2019			0	0
Balance As at March 31, 2020			5485000	54850000

Particulars	Capital Reserve	Security Premium Reserve	General Reserve	Retained Earnings
	RS	RS	RS	RS
B. Other Equity				
Balance As at April 1, 2018	13958	3940800	205000	114539047
Changes During the year 2018-2019	0	0	0	21433484
Balance As at March 31, 2019	13958	3940800	205000	135972531
Changes During the year 2019-2020	0	0	0	28862598
Balance As at March 31, 2020	13958	3940800	205000	164835129

As per our Audit Report of even date

For And On Behalf Of The Board Of Directors

For, A. A. Memon & Co.

Chartered Accountants

FRN. : 106346W

(A. A. MEMON)

Proprietor

M. No.: 037728

UDIN 20037728AAAAAH9921

H. N. VASA

Wholetime

Director

DIN 00150717

P. H. VASA

Wholetime

Director

DIN 6928383

A. PANDEY

Co.Secretary

M. R. PATEL

CFO

PLACE : AHMEDABAD

DATE : 15th June 2020

NOTE NO. 1 : FIXED ASSETS	
GROSS FIXED ASSETS AS ON 01-04-2017	273742976
ADDITION FOR 2017-2018	37338835
ADDITION FOR 2018-2019	113552741
ADDITION FOR 2019-2020	127984619
	552619171
LESS : DEDUCTIONS OF 2016-2017	5548371
DEDUCTIONS OF 2017-2018	0
DEDUCTIONS OF 2018-2019	0
DEDUCTIONS OF 2019-2020	0
	5548371
LESS : DEPRECIATION (NET)	
DEPRECIATION PROVIDED UPTO 31-03-2017	115863739
2017-2018	19737696
2018-2019	26547618
2019-2020	30222169
	192371222
NET FIXED ASSETS AS ON 31-03-2020	360268727

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
Note : No. 2 Investments : (At Cost) 13173 Shares of The Cosmos Co-Op Bank Ltd of Rs. 100 each(Unquoted)		1317300			696300		696300		
Total RS.			1317300			696300		696300	
Note No. 3 Other non-current assets Security Deposits (Unsecured considered good)			4484952			3051336		3051336	
Note No. 4. Inventories									
(a) Raw Materials (At Cost)		26486439			20152461		11245859		
(b) Work in Progress (At Cost)		12487897			9498740		8009401		
(c) Finished Goods (At Cost or net realizable value whichever is less)		6859912			5130806		4175598		
Total			45834248			34782007		23430858	
Note No. 5 Trade Receivables (unsecured considered good)									
(i)Over Six Months		8358543			11459319		7749585		
(ii) Others		111009001			110670592		75111367		
Total Rs.			119367544			122129911		82860952	
Note No. 6 Cash and Cash Equivalents									
(a) Balance With Banks		638458			1029892		496849		
(b) Cash on Hand		386579			230171		221948		
(c) Fixed Deposit with Bank (Lodged with the bank as Security)		17529307			12537532		11691654		
Total Rs.			18554344			13797595		12410451	
Note No. 7 Loans Loans and advances (Unsecured considered good)			33046924			16810485		59309720	
Note No. 8 Other financial Assets									
(i) Pre Paid insurance		1050000			711000		559600		
(ii) Cenvat Credit Receivables		-			-		29317		
Total Rs.			1050000			711000		588917	
NOTE NO. 9 : Share Capital									
Authorised Share Capital : 60,00,000 Equity Shares of Rs. 10 each			6,00,00,000			6,00,00,000		6,00,00,000	
TOTAL RS.			<u>6,00,00,000</u>			<u>6,00,00,000</u>		<u>6,00,00,000</u>	

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
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)			<u>54850000</u>			<u>54850000</u>			<u>54850000</u>
TOTAL RS.			<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. 10 RESERVES & SURPLUS :									
(a) Capital Reserve									
Balance as per last account		13958			13958			13958	
(b) Security Premium Reserve									
Balance as per last account		3940800			3940800			3940800	
(c) General Reserve									
Balance as per last account		205000			205000			205000	
(d) Profit & Loss									
Op. Balance	135972531			114539047			91724984		
Less:- Earlier Yrs. Adjustments	<u>0</u>			<u>0</u>			<u>0</u>		
Add:- Profit during the Year	<u>28862598</u>	<u>164835129</u>		<u>21433484</u>	<u>135972531</u>		<u>22814063</u>	<u>114539047</u>	
TOTAL			<u>168994887</u>			<u>140132289</u>			<u>118698805</u>

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
NOTE NO. 11 Long Term Borrowings									
(a) Term Loans									
(i) From Banks (Secured by Factory Land Building & Plant and Machinery, Further secured by personal guarantee of M.D. and Whole Time Directors)		129840115			79743322			21166302	
(ii) Deferred Payment Liability (Against Hypo of Motor Cars)		847284			1482369			2131420	
TOTAL			<u>130687399</u>			<u>81225691</u>			<u>23297722</u>
NOTE NO. 12 Deferred Tax Liability									
Op. Balance		22871000			21266000			21664000	
Add;- Addition during the year		<u>3500000</u>			<u>1605000</u>			<u>(398000)</u>	
TOTAL			<u>26371000</u>			<u>22871000</u>			<u>21266000</u>
NOTE NO. 13 Short Term Borrowings									
Cash Credit from Bank (Against Hypothecation of Stocks and Debtors)		57454257			44081392			64151618	
TOTAL			<u>57454257</u>			<u>44081392</u>			<u>64151618</u>

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
Note. No. 14 Short Term Provisions									
(a) Provision for Employees benefits		10265000			13342970			12642404	
(b) Others									
Sundry Payable	6470120			6273598			5638487		
Provision for Taxation (Net)	5590724			(1509276)			<u>13934684</u>		
		12060844			4764322			19573171	
Total Rs.			22325844			18107292			32215575
NOTE NO. 15 Other Current Liabilities									
Current Maturities of Long Term Debts.									
(a) Term Loans									
(i) From Banks		12265738			10919106			1192608	
(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. (Secured against F.D. of Bank)		5394665			5446258			4954289	
(b) Deferred Payment Liability (Against Hypo of Motor Cars)		634960			916945			1102644	
(c) Foreign Currency ECB Loan		13275000			13275000			-	
TOTAL			<u>31570363</u>			<u>30557309</u>			<u>7249541</u>
NOTE.NO. 16 Revenue from operations									
(a) Sale of Products		484120633			382545657			286182468	
(b) Other Operating Revenues		0	484120633		0	382545657		0	286182468
Note No. 17 Other Income									
(a) Interest Income		1491775			879372			1203625	
(b) Dividend		0			13972			0	
(c) Other non-operating Income		2421163			1115393			493442	
TOTAL RS.			3912938			2008737			1697067

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
Note No. 18 Cost of Materials Consumed Raw Materials (Paper & Ink)									
Opening Stock		20152461			11245859			10313171	
Add. Purchases		260112159			185810743			120042794	
		-----			-----			-----	
		280264620			197056602			130355965	
Less : Closing Stock		26486439			20152461			11245859	
Total Rs.			253778181			176904141			119110106
NOTE NO. 19 Manufacturing & Operating Costs Consumption of Stores & Spares.			18966168		16081720			13775179	
Power & Fuel			10369597		8490109			6756808	
Repairs to Building			540268		592111			380262	
Repairs to Machinery			2392347		2343556			1264993	
Production & Mfg Exps			9973778		8580296			7091794	
Printing & Labour Charges			0		14000			57039	
Clearing & Forwarding Charges			494646		291774			371217	
Custom duty			156664		280274			430043	
Packing Material Consumed			7876801		6635552			4970862	
Royalty			4841666		4520714			3914598	
TOTAL RS.				<u>55611935</u>		<u>47830106</u>			<u>39012795</u>

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
NOTE NO. 20 Increase (decrease) in Stock									
Opening Stock									
Finished Goods	9498740			4175598			7395909		
Work-in-process	5130806			8009401			7473120		
		14629546			12184999			14869029	
Closing Stock									
Finished Goods	12487897			9498740			8009401		
Work-in-process	6859912			5130806			4175598		
		<u>19347809</u>			<u>14629546</u>			<u>12184999</u>	
NET INCREASE			<u>(4718263)</u>			<u>(2444547)</u>			<u>2684030</u>
NOTE.NO. 21 Employees Benefits Exps.									
(a) Salaries and Wages		54917193			45659521			36787737	
(b) Cont. to Provident and Other Funds		6020000			7192951			3795156	
(c) Staff Welfare Expenses		442173			126791			231530	
(a) Directors Remuneration		<u>6609400</u>			<u>5760000</u>			<u>4920000</u>	
TOTAL			<u>67988766</u>			<u>58739263</u>			<u>45734423</u>
NOTE. NO. 22 Finance Costs									
(a) Interest Expense		15123069			15056483			9425572	
(b) Other Borrowing Costs		<u>0</u>			<u>0</u>			<u>0</u>	
TOTAL			<u>15123069</u>			<u>15056483</u>			<u>9425572</u>

Particulars	As At 31st March, 2020			As At 31st March, 2019			As At 31st March, 2018		
NOTE.NO. 23 Other Expenses									
Rent		390100			247000			130615	
Insurance		1476365			1304985			1146941	
Rates & Taxes		0			17000			1540	
Freight & Transport		9987666			8224398			5325573	
Other Repairs & Maintenance		645290			1082962			751120	
Directors sitting fees		50000			40000			30000	
Office Exps.		2031605			2059536			1904351	
Post & Telegraph		854783			1165884			1105805	
Stationary & Printing		424422			423967			395711	
Security Exps.		897260			525726			542500	
Telephone Exps.		577166			726709			531854	
Conveyance Exps.		1421135			1202737			777421	
Legal Fees		10250			7600			14618	
Professional Fees		1083082			1128375			1082032	
Sales Promotion Exps		1176044			507683			814047	
Travelling Exps.		1379635			1417755			1042261	
Motor Vehicle Exps.		2913437			2612101			2954740	
Positive Charges		504047			570015			312158	
Electric Exps.		355460			439630			382966	
Sales Commission		1179262			1739766			587900	
Dies & Tools		2050461			1706936			712430	
Listing Fees		527910			483784			295000	
Misc Exps		519736			1495551			1001767	
Loss on Sale of Assets (Net)		0			0			0	
Payments to Auditors		110000			110000			117500	
TOTAL			30565116			29284800			21960850

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 & after F.Y. 2016-17 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. **Corporate Information :** UNICK FIX-A-FORM AND PRINTERS LIMITED is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed with Ahmedabad Stock Exchange. The Registered Office of the Company is located at Block No. 472, Tajpur Road, Changodar, Tal. Sanand, Dist. Ahmedabad – 382213. The Company is engaged in The Business of Paper Based Printed Materials / Labels.
2. Figures of the previous year have been regrouped wherever necessary for comparison purposes.
3. Balance of loans & advances, sundry debtors, creditors and unsecured loans are subject to confirmation.
4. 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.
5. **Provision and/or payment to Auditors :**

	Current Yr.	Pre. Yr.
	Rs.	Rs.
Audit Fees	110000/-	110000/-
Certification / Reimbursement etc.	48500/-	44700/-
6. 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.
7. Traveling Exp. include Rs. 439440/- as Director's Traveling to attend Board meetings. (Pr. Yr 842625/-)
8. Contingent Liabilities : Nil (Pr. Yr. Nil).
9. The Company has only one business segment - Printing.
10. There is no loss on account of Impairment of Assets.
11. 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 Reimbursement of expenses	2457600 13989	- -
2	Shri H. N. Vasa	Whole time Director	Remuneration Reimbursement of expenses	2457600 13941	- -
3	Shri P. H. Vasa	Whole time Director	Remuneration Reimbursement of expenses	1800000 14284	- -
4	Shri P. J. Bhide	Director	Sitting Fees	15000	
5	Dr. S. L. Chopra	Director	Sitting Fees	15,000	-
6	Shri Andrew Haig Denny	Director	Reimbursement of Traveling Exp.	--	
7	Ms. Jyoti R Solanki	Director	Sitting Fees	20000	
8	Smt. Sarla N. Vasa	Relative of Key Management Personnel	Salary	6,50,000	
9	Smt. Jigisha Patel	Relative of Key Management Personnel	Prof. Fees Conveyance	48,000 9,000	- -
10	Ms. Ruhi H. Vasa	Relative of Key Management Personnel	Salary	4,57,600	-
11	Earning per Share as per AS 20.		For the year ended on 31-03-20 31-03-19		
	(a)	Basic Earning per Share (Rs.)	5.26 3.91		
	(b)	Diluted Earning per Share (Rs.)	5.26 3.91		
12	(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. 35.00 Lacs during the year.(Previous year Rs. 16.05 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 2020.		(Rs. in Lacs)		
			For the year ended 31-03-20	For year ended 31-03-19	
	Timing difference on account of book and tax Depreciation and allied adjustments		35.00	16.05	

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020. (Rs. in Lacs)

Indirect Method	2019 - 2020 (Rs.)	2018 - 2019 (Rs.)
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items		394.62
		326.36
Depreciation	302.22	265.48
Interest	151.23	150.56
Increase in provision	<u>75.22</u>	<u>(157.16)</u>
	<u>528.67</u>	<u>258.88</u>
Operating profit before working capital changes	923.29	585.24
Adjustment for:		
Receivables	27.62	(392.69)
Loans & Advances	(180.09)	424.26
Inventories	(110.52)	(113.51)
Current Liabilities	<u>290.22</u>	<u>259.58</u>
	<u>27.23</u>	<u>177.64</u>
Cash generation from operation	950.52	762.88
Interest paid	(151.23)	(150.56)
Tax paid	<u>(106.00)</u>	<u>(86.25)</u>
	<u>(257.23)</u>	<u>(236.81)</u>
Net cash flow from operating activities	693.29	526.07
B CASH FLOW FROM INVESTING ACTIVITIES:		
Addition in Fixed Assets (Net)	(1279.85)	(1135.53)
Realisation of investments	(6.21)	0
Increase in share capital	-	-
	<u>(1286.06)</u>	<u>(1135.53)</u>
Net cash out flow in investing activities	(592.77)	(609.46)
C CASH FLOW FROM FINANCING ACTIVITIES:		
Dividend paid	-	-
Increase in financial liabilities	638.48	611.66
Increase in Misc. expenditure	1.85	11.68
	<u>640.33</u>	<u>623.34</u>
Net cash out flow/in flow in financing activities	47.56	13.88
Net increase in cash and cash equivalent	47.56	13.88
Cash & cash equivalent at start of year	137.98	124.10
Cash & cash equivalent at close of year	185.54	137.98

As per our Audit Report of even date
For, A. A. Memon & Co.
Chartered Accountants
FRN. : 106346W

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

(A. A. MEMON)
Proprietor
M. No.: 037728
UDIN 20037728AAAAAH9921
PLACE : AHMEDABAD
DATE : 15th Jun 2020

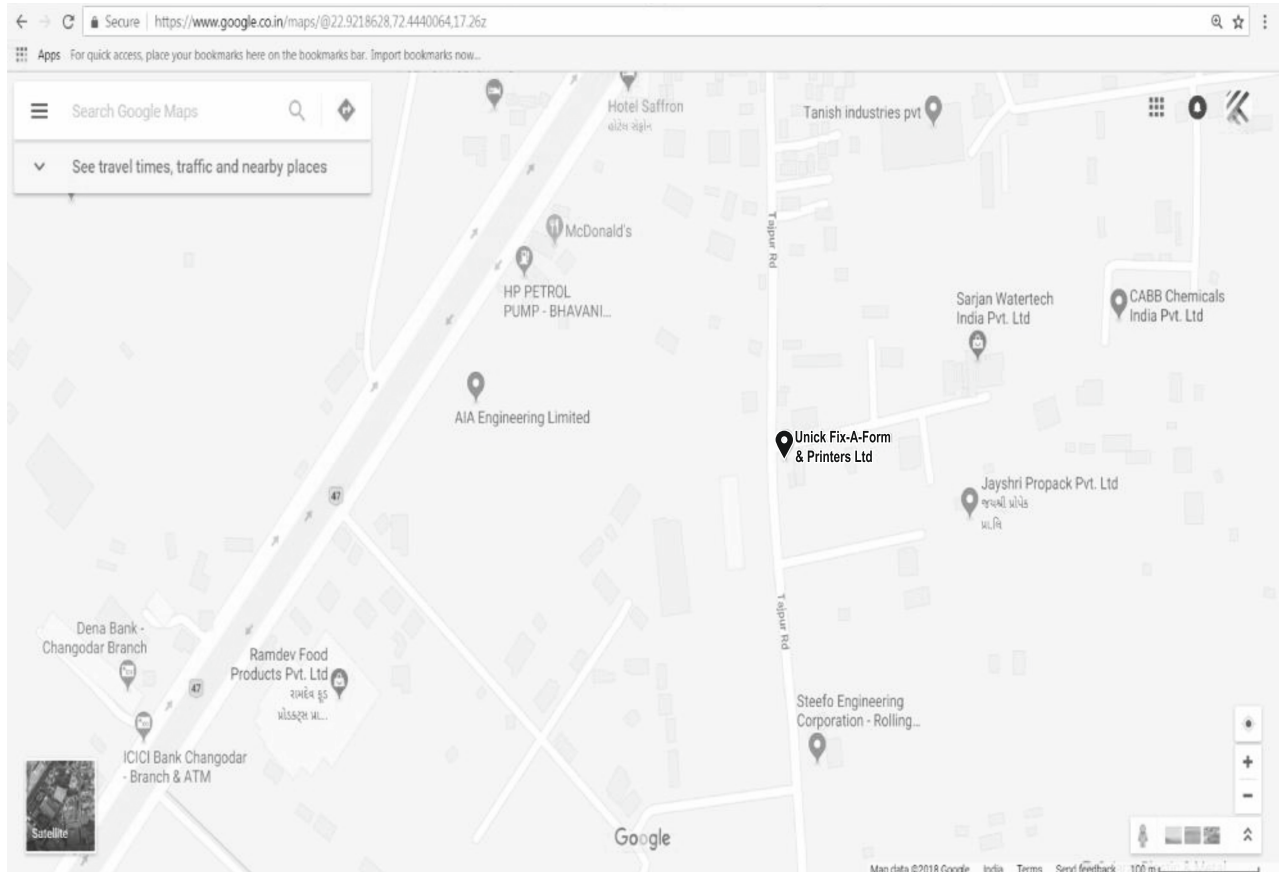
H. N. VASA
Wholetime
Director
DIN 00150717

P. H. VASA
Wholetime
Director
DIN 6928383

A. PANDEY
Co.Secretary

M. R. PATEL
CFO

NOTE NO. 1 FIXED ASSETS											
SR NO	ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS ON 1.4.2019	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS ON 31.3.2020	PROVIDED UP TO 1.4.2019	PROVIDED FOR 31.3-2020	DEDUCTION DURING THE YEAR	PROVIDED UP TO 31.3.2020	AS ON 31.3.2020	AS ON 31.3.2019
1	LAND & LAND DEVELOPMENT	1900270	0	0	1900270	0	0	0	0	1900270	1900270
2	BUILDING	23358716	7230081	0	30588797	8402698	772421	0	9175119	21413678	14956018
3	PLANT & MACHINERY	294220108	98917336	0	393137444	111480497	21127163	0	132607660	260529784	182739611
4	ELECTRIC INSTALLATION	6142504	3885704	0	10028208	4002943	797239	0	4800182	5228026	2139561
5	FURNITURE & FIXTURES	4658821	233300	0	4892121	3861705	279317	0	4141022	751099	797116
6	AIR COOLERS	41500	0	0	41500	39889	0	0	39889	1611	1611
7	AIR CONDITIONERS	5690298	1805726	0	7496024	2178186	419901	0	2598087	4897937	3512112
8	REFRIGERATORS	19125	0	0	19125	19125	0	0	19125	0	0
9	VEHICLES	8778535	0	0	8778535	7134375	858906	0	7993281	785254	1644160
10	OFFICE EQUIPMENTS	636371	0	0	636371	577091	0	0	577091	59280	59280
11	COMPUTERS	3961631	340159	0	4301790	2539904	738717	0	3278621	1023169	1421727
12	ELECTRIC MOTORS	205036	0	0	205036	90185	11696	0	101881	103155	114851
13	FAX MACHINE	30969	0	0	30969	29036	0	0	29036	1933	1933
14	BLOCKS & POSITIVES	74764523	16884613	0	91649136	21579580	5216809	0	26796389	64852747	53184943
15	WATER COOLER	226145	0	0	226145	213839	0	0	213839	12306	12306
TOTAL		424634552	129296919	0	553931471	162149053	30222169	0	192371222	361560249	262485499

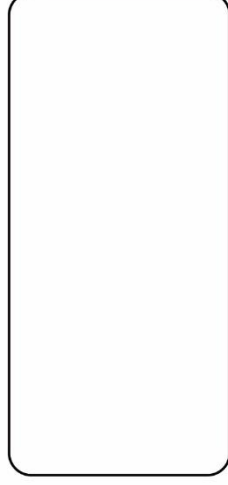


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