

Date: 16<sup>th</sup> August, 2023

|                          |
|--------------------------|
| The Manager,             |
| BSE Limited,             |
| PhirozeJeejeebhoy Towers |
| 'A' wing,                |
| Dalal Street, Fort,      |
| Mumbai - 400021          |

**Subject: Submission of Annual Report for Financial Year 2022-23**

**Reference:Scrip Code -541503; ISIN - INE250G01010; SYMBOL: UNICK**

Dear Sir/Madam,


Pursuant to Regulation 34 (1)(a) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Please find attached herewith the Annual Report of the Company along with the notice convening the 31<sup>st</sup> Annual General Meeting schedule to be held on Saturday 09<sup>th</sup> September, 2023 at 03:00 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.

We request you to take the above information on record.

Thanking you,

Yours faithfully

For Unick Fix-a-form & Printers Limited

  
Astha Pandey  
Company Secretary



Encl: 31<sup>st</sup> Annual Report for financial year 2022-23 along with Notice of AGM

ANNUAL REPORT  
2022-2023

**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**

|   |                                   |
|---|-----------------------------------|
| <b>Mr. Bhupen Navnit Vasa</b>           | <b>Managing Director</b>          |
| <b>Mr. Hemen Navnit Vasa</b>            | <b>Whole time Director</b>        |
| <b>Mr. Priyank Hemen Vasa</b>           | <b>Whole-time Director</b>        |
| <b>Mr. Purushottam Jagannath Bhide</b>  | <b>Independent Director</b>       |
| <b>Mr. Khushi Rajendra Bhatt</b>        | <b>Independent Director</b>       |
| <b>Mrs. Jyotiben Rajeshbhai Solanki</b> | <b>Women Independent Director</b> |
| <b>Mr. Mukesh R Patel</b>               | <b>Chief Financial Officer</b>    |
| <b>Ms. Astha Pandey</b>                 | <b>Company Secretary</b>          |

**Statutory Auditor**

G.M.C.A.& Co  
Chartered Accountant  
PARISHRAM", 5-B, Rashmi Society,  
NR. LG Showroom, Mithakhali Six Road,  
Navarangpura, Ahmedabad 380009

**Internal Auditor**

Shivam Soni & Co.  
Chartered Accountant  
B-904, Titanium City Centre, Prahladnagar  
Satellite, Ahmedabad

**Secretarial Auditor**

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

**Bankers**

The Cosmos Co. Op. Bank Ltd.

**Share Transfer Agent**

Bigshare Services Pvt. Ltd  
A/802, Samudra complex,  
Near Klassic Gold, Klassic Gold Hotel,  
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 | Saturday, 09 <sup>th</sup> September, 2023                   |
| Time       | 03:00 P.M.   |
| Venue      | Through Video Conferencing or Other Audio Video Means (OAVM) |

**NOTICE**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of Unick Fix-A-Form And Printers Limited will be held on Saturday, 09<sup>th</sup> September, 2023 at 03:00 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, Changodar, 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 31<sup>st</sup> March, 2023 including the Audited Balance Sheet as on 31<sup>st</sup> March, 2023, 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.) APPOINTMENT OF MS. APEXA AJAYKUMAR PANCHAL (DIN: 10239502) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE) OF THE COMPANY.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to said Act and Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as may be amended from time to time, Ms. Apexa Ajaykumar Panchal (DIN: 10239502), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 14<sup>th</sup> August, 2023 and who holds office until the date of the ensuing Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, and who has given a declaration of independence under Section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a

notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of five years from the conclusion of this AGM, and she shall not be liable to retire by rotation."

**Date: 14.08.2023**  
**Place: Changodar**

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

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

**NOTES:**

a) The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, which sets out details relating to Special Businesses to be transacted at the meeting, is annexed hereto.

b) 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.

c) The Ministry of Corporate Affairs (“MCA”) has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode. Electronic copy of the Annual Report for the FY 2022-23 is being sent to all the members whose email ID’s are registered with the Company/Depository Participants Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company/Big Share Services Pvt. Ltd., Ahmedabad the Registrar and Share Transfer Agent in case the shares are held by them in physical form.

d) 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.

e) 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.

f) 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.

g) 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 Zoom 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.

h) 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](http://www.bseindia.com).

i) 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.

j) The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company –[www.unickfix-a-form.com](http://www.unickfix-a-form.com) as soon as possible after the Meeting is over.

k) 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 2022-23 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 2022-23 will also be available on the Company's website - [www.unickfix-a-form.com](http://www.unickfix-a-form.com), and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://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.

l) 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.

m) 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.

n) Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 02, 2023 to Saturday, September 09, 2023, (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 Friday September 01, 2023.

o) CS Vishakha Agrawal Proprietor of M/s Vishakha Agrawal & Associates, (CP No. 15088, Membership No. 39298) Email id:[csvishakhagrawal@gmail.com](mailto: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.

p) 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](mailto:info@unickfix-a-form.com) so that the information required may be made available at the Meeting.

q) 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

r) 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 Klassic Gold Hotel 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.

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

t) 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 31st AGM. Members seeking to inspect such documents can send an email to [info@unickfix-a-form.com](mailto:info@unickfix-a-form.com).

u) 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 Klassic Gold Hotel Ahmedabad 380009 India Contact No.:- +91- 079 40024135** having email Id [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com).

v) The Company has designated an exclusive e-mail ID i.e [info@unickfix-a-form.com](mailto:info@unickfix-a-form.com) to enable the investors to register their complaints / send correspondence, if any

#### **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING AGM AND JOININGMEETING THROUGH VC/OAVM ARE AS UNDER:**

1. 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 to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

2. The voting period begins on Wednesday 06<sup>th</sup> September, 2023 from 9.00 A.M. and ends on Friday 08<sup>th</sup> September, 2023 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 01<sup>st</sup> September, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
4. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon</li> </ol>  |

|  |   |
|--|---|
|  | <p>“Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>                 |
| <p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type   | Helpdesk details   |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30         |

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- (ii) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

|  |  |
|--|--|
|  | For Physical shareholders and other than individual shareholders holding shares in Demat.  |
| PAN  | Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>                |

- (iii) After entering these details appropriately, click on “SUBMIT” tab.
- (iv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vii) 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.
- (viii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (ix) 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.
- (x) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, 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.
  - Alternatively Non Individual shareholders are required mandatory 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](mailto:info@unickfix-a-form.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). 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 (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. 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 Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact attoll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. 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](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

v) 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).

w) 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. 01<sup>st</sup> September,2023 (Friday), may obtain the login ID and password by sending a request at [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com).

x) 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.

y) 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](http://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.

z) 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 Klassic Gold Hotel Ahmedabad 380009  
Contact No.:- +91- 079 40024135  
**EmailId:**[bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)

zi) As the 31<sup>st</sup> AGM is being held through VC, the route map is not annexed to this Notice

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting (In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015:**

|    |   |   |
|----|---|---|
| 1. | Name of Director  | Mr. Priyank Hemen Vasa                              |
| 2. | Date of Birth   | 24/10/1992  |
| 3. | Date of Appointment   | 01/09/2014  |
| 4. | Qualification   | Bachelor of Printing Technology                     |
| 5. | Expertise   | rich experience of Production & Printing Technology |
| 6. | Other Directorship held excluding private companies as on 31 <sup>st</sup> March 2022 | NIL   |
| 7. | Chairman/Member of the Committee of Board of the Directors of the Company             | Member- Board Meeting                               |

**Date : 14.08.2023**  
**Place : Changodar**

**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-of the accompanying Notice:

**ITEM NO. 3****APPOINTMENT OF MS. APEXA AJAYKUMAR PANCHAL (DIN: 10239502) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

The Board of Directors of the Company at its meeting held on the 14<sup>th</sup> August,2023 appointed Ms. Apexa Ajaykumar Panchal (DIN: 10239502), as an Additional (Non-Executive Independent) Director with effect from the said date. Pursuant to the provision of the section 161 of the Companies Act 2013, Ms. Apexa Ajaykumar Panchal (DIN: 10239502), holds office upto the date of this Annual General meeting of the Company. A notice has been received from her proposing her candidature for the office of Director of the Company. Ms. Apexa Ajaykumar Panchal (DIN: 10239502), have given the declaration to the Board that she meet the criteria of the Independence as provided in section 149(6) of the Companies Act, 2013. In the opinion of the board, she fulfill the conditions as specified in the Act, and Rules made thereunder for appointment as an Independent Director. The terms and conditions of appointment of above Director shall be open for the inspection by the Members at any working day during business hours of the company upto the date of Annual General Meeting. The brief profile of the Independent director to be appointed is given below:

|  |   |
|--|---|
| Name of Director   | Apexa Ajaykumar Panchal   |
| DIN  | 10239502  |
| Date of Birth  | 18.09.1989  |
| Profile of Director  | She is Company Secretary and having rich expertise in Legal Accounting and Finance work |
| No. of Shares held in the Company                          | NIL   |
| Directorships and Committee memberships in other companies | NIL   |

**Date : 14.08.2023**  
**Place : Changodar**

**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 **31<sup>st</sup> Annual Report** of the Company Along with the Audited Statement of Accounts and Auditors' Report for the Financial Year ended 31<sup>st</sup>, March, 2023.

**1.) FINANCIAL PERFORMANCE:**

**(Amt in Lacs)**

| <b>Particulars</b>                    | <b>Current Year<br/>(F.Y. 2022-23)</b> | <b>Previous Year<br/>(F.Y. 2021-22)</b> |
|---------------------------------------|--|---|
| <b>Revenue from operations</b>        | <b>6617.11</b>                         | <b>6942.99</b>                          |
| Other Income                          | 51.14                                  | 59.19                                   |
| <b>Total Revenue</b>                  | <b>6668.25</b>                         | <b>7002.18</b>                          |
| Expenses<br>(Other than finance cost) | 6131.22                                | 6456.33                                 |
| Finance cost                          | 238.15                                 | 206.63                                  |
| <b>Total expenses</b>                 | <b>6369.37</b>                         | <b>6662.96</b>                          |
| Profit before tax                     | <b>298.87</b>                          | <b>339.22</b>                           |
| <b>Less : Current tax</b>             | <b>55</b>                              | <b>44.53</b>                            |
| Deferred tax                          | 19.73                                  | 30.52                                   |
| <b>Profit/Loss after tax</b>          | <b>224.14</b>                          | <b>264.17</b>                           |

**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 to achieve the healthy growth for its stakeholders. The performance evaluations of the Company are as under;

Revenue: During the financial year 2022-23, the revenue of the Company has decrease from Rs. 7002.18 lacs to Rs. 6668.25 lacs it shows that the revenue of the Company decreased by 5% approx. as compared to previous financial year 2021-22.

Expenses: In Financial Year ended 31 March, 2023, the expense of the Company is decreased from Rs. 6662.96 lacs to Rs. 6369.37 lacs as compared to the previous financial year ended on 31 March, 2022. And the finance cost of the Company is increased by Rs. 31.52 Lacs as compared to the previous financial year 2021-22. Net Profit of the company decreased by Rs. 40.03 Lacs as compared to the previous financial year 2021-22.

**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 2022-23.

**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 2022-23 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, 2023, 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, 2023 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 29<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2021 had approved the appointment of M/s. G.M.C.A & Co, Chartered Accountants, Ahmedabad (Firm Registration No. 109850W), Statutory Auditors to hold office for the period of five years from the conclusion of 29<sup>th</sup> AGM till the conclusion of 34<sup>th</sup> Annual General Meeting. The Auditors in their Audit report have not made any adverse remark, qualification or reservation

**13.) ANNUAL REPORT:**

In compliance with the provisions of Section 92 of the Companies Act, 2013, the Annual Return of the Company for the financial year ended March 31, 2022 has been uploaded on the website of the Company and the web link of the same is <http://unickfix-a-form.com/investor-relation/>

**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.     | *Mr. Shantilal Dhingarmal Chopra | Independent Director | Non Executive            |
| 7.     | Mr. Purushottam Jagannath Bhide  | Independent Director | Non Executive            |
| 8.     | #Ms. Khushi Rajendra Bhatt       | Independent Director | Non Executive            |

\* Mr. Andrew Haig Denny resign from the post of Director of the company w.e.f. 22<sup>nd</sup> March,2023.

\* Mr. Shantilal Dhingarmal Chopra resign from the post of Independent Director of the company w.e.f. 13<sup>th</sup> March,2023.

# Mr. Khushi Rajendra Bhatt appoint as an Independent Director of the company w.e.f. 29<sup>th</sup> July,2022.

#### 16.) MEETINGS OF BOARD:

| S. No. | Date of the Meeting             | Members Present |
|--------|---------------------------------|-----------------|
| 1.     | 30 <sup>th</sup> May, 2022      | 7               |
| 2.     | 29 <sup>th</sup> July, 2022     | 7               |
| 3.     | 24 <sup>th</sup> September,2022 | 8               |
| 4.     | 12 <sup>th</sup> November, 2022 | 8               |
| 5.     | 23 <sup>rd</sup> December,2022  | 8               |
| 6.     | 03 <sup>rd</sup> February, 2023 | 8               |
| 7.     | 22 <sup>nd</sup> March, 2023    | 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 keeping in view the nature of activities undertaken by the company during the year under review. Information required under section 134(3)(m) of the Companies Act, 2013 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is annexed in Annexure 'A' and forms part of the report.

**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-7.

**21.) RISK MANAGEMENT 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. Further that the competitive environment of the business, new technological up gradation, financial and debts market position, credit cycle etc. are the other risks involved, however, the company is forming strategies forehand

**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 contacted by employees to report any suspected or concerned incident of fraud/ misconduct.

**23.) SECRETARIAL AUDIT:**

The board has appointed CS Vishakha Agrawal, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2022-23. The Secretarial Audit Report for the financial year ended March 31, 2023 is annexed herewith marked as Annexure II to this Report. The Secretarial Audit Report does contain qualification, reservation or adverse remark on formation of Financial Statements and Board will take action against it.

**24.) COST AUDITOR**

As per the requirement of the Central Government and pursuant to section 148 of the Companies Act, 2013, read with Companies (Cost Records and Audit) Rules, 2014 as amended from time to



time, your company hereby confirms that the provisions of this section are not applicable, hence your company need not required to appoint Cost Auditor for the financial year 2022-23.

### **25.) 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.

### **26.) 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.

### **27.) DISCLOUSER UNDER THE SEXUAL HERASSMENT 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](http://www.unickfix-a-form.com)

### **28.) DECLARATON 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).

### **29).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](http://www.unickfix-a-form.com)

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

### **30.) 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](http://www.unickfix-a-form.com)

### **31.) CHANGE IN SHARE CAPITAL**

During the financial year 2022-23, there was change in capital structure of the company. The Authorised Capital was ₹ 6,00,00,000 is increased at present authorised capital is ₹ 20,00,00,000 and Paid-up Share Capital was ₹ 5,48,50,000. Further that the Company:

- (a) Has not allotted any shares with differential rights during the year, hence there is nothing to disclose under provisions of section 43 of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rule, 2014.
- (b) Has not allotted any sweat equity shares during the year, hence there has not been anything to disclose under provisions of section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rule, 2014.
- (c) Has not made any further issue of share capital during the year, hence there has not been anything to disclose under provisions of section 62(1)(b) of the Act read with Rule 12(2) of the Companies (Share Capital and Debenture) Rule, 2014.

**32.) 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 : 14.08.2023**  
**Place : Changodar**

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

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

**ANNEXURE - A**

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

[Section 134(3) (m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021]

**I. CONSERVATION OF ENERGY**

The Company is primarily engaged in business of Manufacturing of Cartons and Labelling and Printing.

**Energy Conservation Measures taken during the year are as follows:**

- a. Installation of LED Lights to replace CFLs, HPMV Lamps to conserve energy.
- b. Continued maintenance of Electrical equipment's to ensure optimized utilization of power.
- c. Switching off machines / equipment when not in use and switching off lights in areas not having adequate activity by regrouping/repositioning the activity so that there will not be any wastage of energy due to lighting.

**II. TECHNOLOGY ABSORPTION**

**i.) The Effort Made Towards Technology Absorption:**

The Company has not imported any technology and hence there is nothing to be reported here.

**ii.) The Benefit Derived like Product Improvement, Cost Reduction, Product Development Or Import Substitution None**

**iii.) In Case Of Imported Technology (Imported during the Last Three Years Reckoned from the Beginning of the Financial Year) –**

- a. The details of technology imported: Nil
- b. The year of import: Not Applicable
- c. Whether the technology has been fully absorbed: Not Applicable
- d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

**iv.) The expenditure incurred on Research and Development**

During the year under review the Company has not incurred any expenditure on Research and Development.

**III. FOREIGN EXCHANGE EARNINGS AND OUTGO**

| Particulars               | 2022-23 |
|---------------------------|---------|
| - Foreign Exchange Inward | NIL     |
| - Foreign Exchange Outgo  | NIL     |

## VISHAKHA AGRAWAL & ASSOCIATES

**Practising Company Secretaries**

**3<sup>rd</sup> Floor, 75A, Scheme No. 91,**

**Malwa Mill, Indore (M.P.)**

**Email: csvishakhagrwal@gmail.com**

**Contact No. 9424501155, 8518888114**

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### **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 31<sup>ST</sup> MARCH, 2023**

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. While taking review after the 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.

#### **Management's Responsibility:**

The Management of the Company is completely responsible for preparation and maintenance of Secretarial records and for developing proper systems to ensure compliance with the provisions of applicable laws, rules and regulations.

#### **Auditor's Responsibility:**

Our responsibility is to express an opinion on existence of adequate Board Process and Compliance Management System, commensurate to the size of the company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the company during the said audit.

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, 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 31<sup>st</sup> March, 2023 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 with the applicable additional fees) and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2023 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) Central Goods and Services Tax Act, 2017
- x) 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 Agreement 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) The Financial Statements of the Company prepared for the financial year ended 31<sup>st</sup> March 2022 were *not fully* in accordance with the Indian Accounting Standards as notified under Section 133 of the 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 review and 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 commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under review, none of the events has taken place:

- (i) Public / Right / Preferential issue of shares / debentures / sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Merger / Amalgamation / reconstruction, etc.
- (iv) Foreign technical collaborations.

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

**Place: Indore  
Date : 14.08.2023**

**CS Vishakha Agrawal  
(Proprietor)  
ACS: 39298 CP No. 15088  
UDIN: A039298E000782876**

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 :14.08.2023**

**CS Vishakha Agrawal  
(Proprietor)  
ACS: 39298 CP No. 15088  
UDIN: A039298E000782876**



**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 2022-23.
- (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 : 14.08.2023**  
**Place : Changodar**

**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**

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:

| <b>Sr. No.</b> | <b>Name of the Director</b> | <b>Category</b>                           | <b>Designation</b> |
|----------------|-----------------------------|---|--------------------|
| <b>1.</b>      | Jyotiben Rajeshbhai Solanki | <b>Non-Executive Independent Director</b> | <b>Chairman</b>    |
| <b>2.</b>      | Khushi Rajendra Bhatt       | <b>Non-Executive Independent Director</b> | <b>Member</b>      |
| <b>3.</b>      | Purushottam Jagannath Bhide | <b>Non-Executive Independent Director</b> | <b>Member</b>      |

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.

- Mr Shantilal Dhingarmal Chopra resign from the post as on 13<sup>th</sup> March, 2023.

## **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) 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%  |
| Hemen Navnit Vasa    | 0%  |
| Priyank Hemen Vasa   | 0%  |
| Mukesh R Patel       | 0%  |
| Astha Pandey         | 0%  |

(2) The percentage increase in the median remuneration of the employees in the financial year amounts to 5.57%

(3) The number of permanent employees on the rolls of the company as on March 31 2023 is 255.

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

(5) Remuneration is as per the remuneration policy of the company.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****A. Global Economic Overview :**

The baseline forecast is for growth to fall from 3.4 percent in 2022 to 2.8 percent in 2023, before settling at 3.0 percent in 2024. Advanced economies are expected to see an especially pronounced growth slowdown, from 2.7 percent in 2022 to 1.3 percent in 2023. In a plausible alternative scenario with further financial sector stress, global growth declines to about 2.5 percent in 2023 with advanced economy growth falling below 1 percent. Global headline inflation in the baseline is set to fall from 8.7 percent in 2022 to 7.0 percent in 2023 on the back of lower commodity prices but underlying (core) inflation is likely to decline more slowly. Inflation's return to target is unlikely before 2025 in most cases.

The January 2023 World Economic Outlook Update projects that global growth will fall to 2.9 percent in 2023 but rise to 3.1 percent in 2024. The 2023 forecast is 0.2 percentage point higher than predicted in the October 2022 World Economic Outlook but below the historical average of 3.8 percent. Rising interest rates and the war in Ukraine continue to weigh on economic activity. China's recent reopening has paved the way for a faster-than-expected recovery. Global inflation is expected to fall to 6.6 percent in 2023 and 4.3 percent in 2024, still above pre-pandemic levels.

**B. Indian Economic Overview**

India, like many South Asian countries, has a young population. This is at once an opportunity for future economic growth, but it presents policymakers with the challenge of creating employment. According to the World Bank, the projected increase in South Asia's working-age population during 2020-2050 is some 254.m accounting for 30.6% of the increase worldwide. India alone will account for 16.5% of the increase. Meanwhile China's working-age population will decline over the same period by some 226m with falls in most parts of the developed world.

Clearly generating new jobs in India and the rest of South Asia is critical for economic growth and development, not just within the region but globally. But unemployment in India has increased in recent years, leading to protests by the youth in many parts of the country. Alongside the expansion of labour supply, increasing enrolment in education and a growing exodus of young people from agriculture are swelling the jobless ranks. Of all 15-29-year-old females in India, only 16.3% were attending schools or colleges in 2005. This proportion increased to 31.0% by 2018.

And while agriculture and allied activities such as forestry and fishing provide livelihoods to nearly 43.5% of India's total workforce, low productivity levels in agriculture and stagnant public investment from the 1990s onwards, have fuelled a drift away from the sector. Young, modestly educated people in rural areas are increasingly keen to exit what is seen as "disguised unemployment" in agriculture.

**C. Outlook**

The Finance Ministry further stated that India is the fifth largest economy in the world. India's gross domestic product (GDP) has touched the \$3.75 trillion-mark in 2023 so far from around \$2 trillion in 2024.

**D. Printing Industry in India:**

***"Printing industry had been witnessing a healthy growth in the past few 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%.

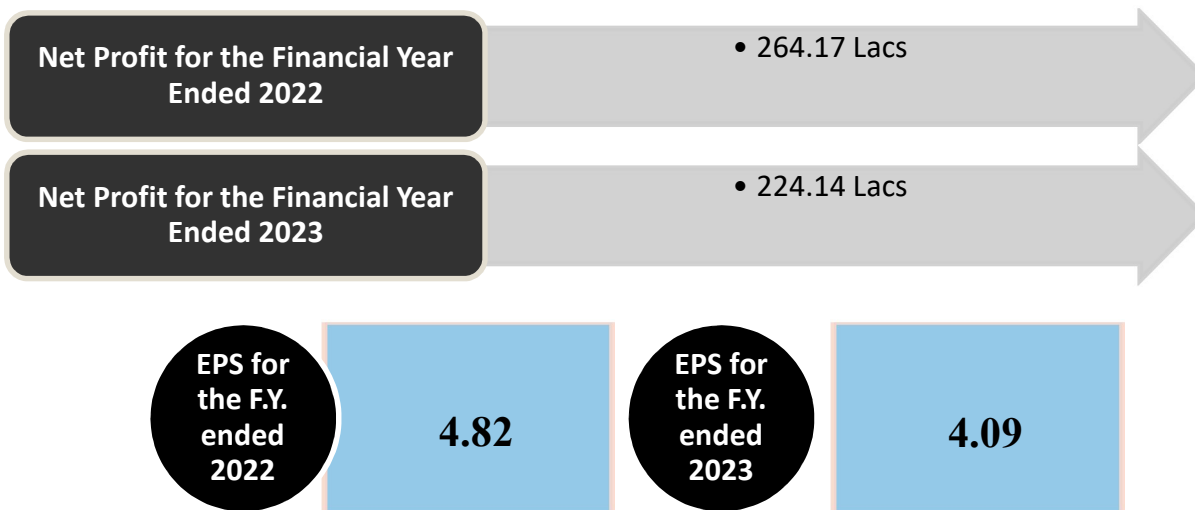
**E. Human Capital :**

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.

**F. 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.

**G. Review of Company's Business and Financials :**



**H. 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

**I. 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.

**J. 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.

**K. 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.

**L. ENVIRONMENT AND SAFETY**

The need for environmentally clean and safe operations is company's key priority. The Company policy requires the conduct of all operations in such a manner so as to ensure the Safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

## **REPORT ON CORPORATE GOVERNANCE**

“In accordance Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Unick Fix-a-form & Printers Limited is as under:

### **1. COMPANY’S PHILOSOPHY :**

The Company’s Philosophy on Corporate Governance envisages the attainment of high level of transparency and accountability in the functioning of the Company and the conduct of its business internally and externally, including the inter-action with employees, shareholders, creditors, consumer, institutional and other term lenders and place due emphasis on regulatory compliance. The Company has an active, experienced and a well-informed Board. The Board along with its committees undertakes its fiduciary duties keeping in mind the interests of all its stakeholders and the Company’s corporate governance philosophy.

### **2. 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) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 During the year ended March 31, 2023, the Board of Directors of the Company consisted of 6(Six) Directors out of which 3 (Three) Executive Director, 3 (Three) Independent Directors including one woman 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 31.03.2023 are as follows:

| Name                        | Designation         | DIN      | Category                   |
|-----------------------------|---------------------|----------|----------------------------|
| Bhupen Vasa                 | Managing Director   | 00150585 | Promoter, Executive        |
| Hemen Vasa                  | Whole time Director | 00150717 | Promoter, Executive        |
| Purushottam Jagannath Bhide | Director            | 00012326 | Independent, Non Executive |
| Khushi Rajendra Bhatt       | Director            | 06942484 | Independent, Non Executive |
| Priyank Hemen Vasa          | Whole time Director | 06928383 | Executive                  |
| Jyotiben Rajeshbhai Solanki | Women Director      | 07921790 | Independent, Non Executive |

- Shantilal Dhingarmal Chopra resign from the post of Independent Director of the Company w.e.f 13<sup>th</sup> March, 2023
- Mr. Andrew Haig Denny also resign from the post of Director of the Company w.e.f 22<sup>nd</sup> March, 2023.
- Ms. Khushi Rajendra Bhatt appoint as an Independent Director of the Company w.e.f. 29<sup>th</sup> July, 2022

#### • NUMBER OF BOARD MEETINGS

The Company has complied with all the provisions of the Companies Act,2013 and Rules made there under 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 2022-23 following below mentioned are the details of the Board Meetings held **(All meeting are conducted through Video Conferencing) :-**

| S. NO. | DATE OF THE BOARD MEETING       |
|--------|---------------------------------|
| 1.     | 30 <sup>th</sup> May, 2022      |
| 2.     | 29 <sup>th</sup> July, 2022     |
| 3.     | 24 <sup>th</sup> September,2022 |
| 4.     | 12 <sup>th</sup> November,2022  |
| 5.     | 23 <sup>rd</sup> December,2022  |
| 6.     | 03 <sup>rd</sup> February,2023  |
| 7.     | 22 <sup>nd</sup> March,2023     |

#### • 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 2022-23 Independent Director meeting conducted on 30<sup>th</sup> May,2022

- **FAMILARIZATION 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.      | Khushi Rajendra Bhatt       | Independent Director | Non-Executive Director |
| 3.      | Jyotiben Rajeshbhai Solanki | Independent Director | Non-Executive Director |
| 4.      | Hemen Navnit Vasa           | Member               | Executive Director     |

\*Re-Constitution of Audit Committee as on 22<sup>nd</sup> March, 2023

During the financial Year 2022-23 following below mentioned are the details of the Audit Committee Meetings held(**All meeting are conducted through Video Conferencing**):-

| S. NO. | DATE OF THE BOARD MEETING       |
|--------|---------------------------------|
| 1.     | 30 <sup>th</sup> May, 2022      |
| 2.     | 29 <sup>th</sup> July, 2022     |
| 3.     | 12 <sup>th</sup> November, 2022 |
| 4.     | 03 <sup>rd</sup> February, 2023 |

**(ii) Meeting of Audit Committee :-**

During the Financial Year 2022-23 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                    | 4                        |
| 2.      | Shantilal Dhingarmal Chopra | 4                    | 4                        |
| 3.      | Jyotiben Rajeshbhai Solanki | 4                    | 4                        |
| 4.      | Hemen Navnit 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 2022-23 Company conduct only one meeting which is held on 30<sup>th</sup> May,2022 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                        |
| 3.      | 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 2022-23 Company Conduct Stakeholder Relationship Committee Meeting held on 30<sup>th</sup> May, 2022.

**• STAKEHOLDERS MEETINGS**

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

| YEAR    | AGM NO. | DATE       | TIME  | VENUE           |
|---------|---------|------------|-------|-----------------|
| 2021-22 | 30      | 27/08/2022 | 03:00 | Through VC/OAVM |
| 2020-21 | 29      | 30/09/2021 | 04:00 | Through VC/OAVM |
| 2019-20 | 28      | 30/09/2020 | 04:00 | Through VC/OAVM |

• **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 was 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 :-**

| <b>31<sup>st</sup> Annual General Meeting of the Company</b> |                                 |  |
|--|---------------------------------|--|
| <b>1.</b>  | Annual General Meeting          |  |
| <b>2.</b>  | Day,<br>Date,<br>Time,<br>Venue | Saturday<br>09 <sup>th</sup> September 2023<br>03.00 P.M<br>Through Video Conferencing |
| <b>3.</b>  | Financial Year                  | 2022-23  |
| <b>4.</b>  | Date of Book Closure            | 02 <sup>nd</sup> September,2023 to 09 <sup>th</sup> September,2023                     |
| <b>5.</b>  | Dividend Payment Date           | No Dividend has been recommended for the year ended March 31 , 2023                    |
| <b>6.</b>  | Listing on Stock Exchanges      | Bombay Stock Exchange.   |
| <b>7.</b>  | Stock Code                      | 541503   |
| <b>8.</b>  | 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](mailto:info@unickfix-a-form.com)



**MARKET PRICE DATE**

| S.No | Month          | Highest Price BSE | Lowest Price BSE |
|------|----------------|-------------------|------------------|
| 1.   | April 2022     | 48.40             | 40.15            |
| 2.   | May 2022       | 48.00             | 39.30            |
| 3.   | June 2022      | 50.15             | 36.10            |
| 4.   | July 2022      | 47.90             | 31.50            |
| 5.   | August 2022    | 45.00             | 37.80            |
| 6.   | September 2022 | 46.30             | 38.70            |
| 7.   | October 2022   | 59.05             | 42.05            |
| 8.   | November 2022  | 53.30             | 45.25            |
| 9.   | December 2022  | 52.90             | 45.40            |
| 10.  | January 2023   | 50.30             | 45.20            |
| 11.  | February 2023  | 49.90             | 37.90            |
| 12.  | March 2023     | 43.80             | 32.76            |

• **DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH 2023**

| UNICK FIX-A-FORM & PRINTERS LIMITED            |                |            |                 |            |
|--|----------------|------------|-----------------|------------|
| DISTRIBUTION OF SHARE HOLDING AS ON 31-03-2023 |                |            |                 |            |
| Particulars                                    | No. of holders | % holder   | Amount          | % amount   |
| Upto - 5000                                    | 1440           | 83.86      | 4203950         | 7.66       |
| 5001 - 10000                                   | 108            | 6.29       | 877740          | 1.60       |
| 10001 - 20000                                  | 64             | 3.72       | 968490          | 1.76       |
| 20001 - 30000                                  | 24             | 1.39       | 574940          | 1.05       |
| 30001 - 40000                                  | 12             | 0.70       | 440550          | 0.80       |
| 40001 - 50000                                  | 9              | 0.52       | 405510          | 0.74       |
| 50001 - 100000                                 | 24             | 1.39       | 1727300         | 3.15       |
| Above 1,00,000                                 | 36             | 2.09       | 45651520        | 83.23      |
| <b>TOTAL</b>                                   | <b>1717</b>    | <b>100</b> | <b>54850000</b> | <b>100</b> |

Shareholding Pattern as at 31<sup>st</sup> March 2023

| Category           | No. of shareholders | No. of Shares held | Percentage    |
|--------------------|---------------------|--------------------|---------------|
| Promoter           | 6                   | 1955000            | 35.64         |
| Bodies corporate   | 9                   | 1980260            | 36.10         |
| NRI                | 11                  | 7065               | 0.13          |
| Government Company | 1                   | 24600              | 0.45          |
| Indian Public      | 1690                | 1518075            | 27.68         |
| <b>Total</b>       | <b>1717</b>         | <b>5485000</b>     | <b>100.00</b> |

• **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 | 1623686             | 29.60      |
| 2.   | Held in Dematerialization with NSDL | 1323314             | 24.13      |
| 3.   | Held in Physical                    | 2538000             | 46.27      |
|      | <b>Total</b>                        | <b>5485000</b>      | <b>100</b> |

• **ADDRESS FOR CORRESPONDENCE :-**

**1.) Share Transfer Agent :**

Name : Bigshare Services Private Limited

Address : A-802, Samudra Complex, off C G Road, Navrangpura, Near Klassic Gold Hotel 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 G.M.C.A& 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 : 14.08.2023**

**Place : Changodar**

**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 31,2023, as stipulated in Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The compliance 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 G.M.C.A & Co.**  
**Chartered Accountants**  
**FRN : 109850W**

**Place: Ahmedabad**  
**Date: 22<sup>nd</sup> May 2023**

**CA. Mitt S. Patel**  
**(Partner)**  
(Membership No. 163940)  
UDIN : 23163940BGPZMP8907

**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.
3. 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: Changodar**  
**Date: 22<sup>nd</sup> May 2023**

**Mukesh Ramanbhai Patel**  
**(CFO)**

## **Independent Auditor's Report**

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

#### **Opinion**

We have audited the accompanying financial statements of **UNICK FIX-A-FORM AND PRINTERS LIMITED** ("the Company"), which comprise the balance sheet as at March 31, 2023, and the Statement of Profit and Loss and statement of cash flows 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 financial statements give the information required by the **Companies Act, 2013** ('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, 2023, its Profit and cash flows for the year ended on that date.

#### **Basis for opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" 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 there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

#### **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, 2023. 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.

#### **Management's Responsibility for the Financial Statements**

The Statement has been prepared on the basis of the annual standalone financial statements for the year ended March 31, 2023. The Board of Directors of the Company are responsible for the preparation

and presentation of the Statement that give a true and fair view of the Profit and other comprehensive income and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations, 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing Statement, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, we give in the Annexure -A statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and an explanation which is to the best of our knowledge and beliefs were necessary for the purposes of our audit.
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015, as amended
  - e) On the basis of written representations received from the directors as on 31 March, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2023, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
    - iii. There is no amount required to be transferred, to the investor's education & Protection Fund by the Company.

**For, G M C A & Co.**

Chartered Accountants

FRN: 109850W

**CA. Mitt S. Patel**

(Partner)

Membership No. 163940

UDIN : 23163940BGPZMP8907

**Place:** Ahmedabad

**Date:** 22<sup>nd</sup> May 2023

**Annexure: A**

**Reports under The Companies (Auditor's Report) Order, 2020 (CARO 2020) for the year ended on 31st March, 2023**

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 property are in the name of the Company.
- (d) The Company has not revalued its property, plant and equipment .
- (e) There are no proceedings have been initiated against the company for holding any benami property under the Benami Transactions (Prohibition) Act , 1988 and rules made thereunder.
- (ii) The inventories have been physically verified during the year by management. In our opinion, the frequency of verification is reasonable and the coverage and procedure for such verification is appropriate. As explained to us, there were no material discrepancies noticed on physical verification of inventories as compared to the book records.
- (iii) The Company has neither made investments in nor provided any guarantee or security or granted any loans, secured or unsecured to Companies, firms and LLPs or any other entity covered in the register maintained under Section 189 of the Act. Consequently, requirement of clauses (iii,a), (iii,b) , (iii,c), (iii,d), (iii,e) and (iii, f) of paragraph 3 of the order are not applicable.
- (iv) As regard loans, investments, guarantees, and security, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- (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 any directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder.
- (vi) The maintenance of the Cost records is not applicable to the Company as per Companies (Cost Records and Audit) Rules,2014 prescribed by the Central Government under Section 148(1) of the Companies Act,2013.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues Including Goods and Services Tax, Provident Fund, Employees' state insurance, Income Tax, sales-tax, Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts



payable in respect of outstanding statutory dues were in arrears as at **March 31, 2023** for a period of more than six months from the date they become payable.

(b) There are no any amounts under dispute which are required to be deposited by **31<sup>st</sup> March,2023**.

- (viii) There are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessment under the Income tax Act 1961.
- (ix) According to the information and explanations given to us, the Company has neither defaulted in repayment of dues to nor declared defaulter by the Banks, Financial Institutions or any other lender. The Company has applied the term loan fund for the purpose for which it has been raised. No short term funds have been utilized for long term purposes. Company has not taken any funds from any entity or person on account of or to meet obligation of others. Company has not raised loans during the year on the pledge of securities held in any other company.
- (x) To the best of our knowledge, belief and information and explanations given to us the Company has not raised the moneys by initial public offer or further public offer or by any preferential allotment or private placement of shares or convertible debentures.
- (xi) 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 has been noticed or reported during the year. No report by the auditors under section 143(12) of the Companies Act in the Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, has been filed with the Central Government. During the year Company has not received any whistle-blower complaints during the year.
- (xii) As the Company is not a Nidhi Company, the paragraph (xii) is not applicable to the company.
- (xiii) As per our belief and information and explanations provided to us, all transaction to the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- (xiv) The Company has internal audit system commensurate with the size and nature of its business. The reports of internal auditors have been considered by the statutory auditors.
- (xv) As informed to us and as per information and explanations given to us, the company has not entered in to any non cash transactions with directors or persons connected with them as per provisions of Section 192 of the Companies Act, 2013.
- (xvi) In our opinion the company is not required to be registered under section 451A of the RBI Act, 1934.
- (xvii) Company has neither incurred cash losses in the financial year also nor in the immediately preceding Financial year.

- (xviii) There is no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- (xx) As Provision of section 135(5) of the Companies Act, is not applicable to Company, this clause is not applicable to the Company.
- (xxi) As this is the standalone financial statements of the company, the provisions of this clause is not applicable to the Company.

**For, G M C A & Co.**

Chartered Accountants

FRN: 109850W

**CA. Mitt S. Patel**

(Partner)

Membership No. 163940

UDIN : 23163940BGPZMP8907

**Place:** Ahmedabad

**Date:** 22<sup>nd</sup> May 2023

**Annexure: B**

**Report on the Internal Financial Controls 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 **M/S. Unick Fix-A-Form & Printers Ltd.** (“the Company”) as of March 31, 2023 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical 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 controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

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, 2023.

**For, G M C A & Co.**

Chartered Accountants

FRN: 109850W

**CA. Mitt S. Patel**

(Partner)

Membership No. 163940

UDIN: 23163940BGPZMP8907

**Place:** Ahmedabad

**Date:** 22<sup>nd</sup> May 2023

**BALANCE SHEET AS AT 31ST MARCH – 2023**

| Particulars  | Note No. | As At 31st<br>March, 2023 | As At 31st<br>March, 2022 |
|--|----------|---------------------------|---------------------------|
|  |          | RUPEES                    | RUPEES                    |
| <b>I. ASSETS</b>                                   |          |                           |                           |
| 1. Non-Current Assets                              |          |                           |                           |
| (a) Property, Plant and equipment                  | 1        | 394633672                 | 406782352                 |
| (b) Capital work in progress                       |          |                           |                           |
| (c) Other Intangible assets                        |          |                           |                           |
| <b>(d) Financial assets</b>                        |          |                           |                           |
| (i) Investments                                    | 2        | 1317300                   | 1317300                   |
| (ii) Loans   |          |                           |                           |
| (iii) Other Financial assets                       |          |                           |                           |
| (e) Deferred tax assets (net)                      |          |                           |                           |
| (f) Non-current tax assets (net)                   |          |                           |                           |
| (g) Other non-current assets                       | 3        | 5699193                   | 5699193                   |
| <b>Total non-current assets</b>                    |          | <b>401650165</b>          | <b>413798845</b>          |
| 2. Current Assets                                  |          |                           |                           |
| (a) Inventories                                    | 4        | 101072094                 | 91645902                  |
| (b) Financial assets                               |          |                           |                           |
| (i) Investments                                    |          |                           |                           |
| (i) Trade receivable                               | 5        | 131163321                 | 133511486                 |
| (ii) Cash and cash equivalents and<br>Bank balance | 6        | 35981093                  | 35627878                  |
| (iii) Loans  | 7        | 31616149                  | 33532870                  |
| (iv) Other financial assets                        | 8        | 1137600                   | 1137600                   |
| <b>Total current assets</b>                        |          | <b>300970257</b>          | <b>295455736</b>          |
| <b>Misc. Exps (Assets)</b>                         |          |                           |                           |
| Deferred Revenue Exps (to the extent not w/off)    |          | 2806400                   | 932400                    |
| <b>Total assets</b>                                |          | <b>705426822</b>          | <b>710186981</b>          |
| <b>II EQUITY AND LIABILITIES</b>                   |          |                           |                           |
| 1. Equity  |          |                           |                           |
| (a) Equity Share Capital                           | 9        | 54850000                  | 54850000                  |
| (b) Other Equity                                   |          |                           |                           |
| Reserves & Surplus                                 | 10       | 241076741                 | 218662340                 |
| <b>Total Equity</b>                                |          | <b>295926741</b>          | <b>273512340</b>          |

| Particulars  | Note No. | As At 31st<br>March, 2023 | As At 31st<br>March, 2022 |
|--|----------|---------------------------|---------------------------|
| 1. Liabilities   |          |                           |                           |
| 1. Non-Current Liabilities                                 |          |                           |                           |
| (a) Financial Liabilities                                  |          |                           |                           |
| (i) Borrowings   | 11       | 88721550                  | 121372610                 |
| (c) Deferred tax liability                                 | 12       | 33857000                  | 31884000                  |
| 2. Current Liabilities                                     |          |                           |                           |
| (a) Financial liabilities                                  |          |                           |                           |
| (i) Borrowings   | 13       | 100699525                 | 79257567                  |
| (ii) Trade Payables  |          | 114955973                 | 135781244                 |
| (iii) Other financial liabilities                          |          |                           |                           |
| (b) Provisions   | 14       | 33855202                  | 27752786                  |
| (c) Other Current Liabilities                              | 15       | 37410831                  | 40626434                  |
| <b>Total liabilities</b>                                   |          | <b>409500081</b>          | <b>436674641</b>          |
| <b>Total equity and liabilities</b>                        |          | <b>705426822</b>          | <b>710186981</b>          |
| 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, G M C A & Co.**

Chartered Accountants  
FRN: 109850W

CA. Mitt S. Patel  
(Partner)  
M. No.: 163940  
UDIN : 23163940BGPZMP8907

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 : 22<sup>nd</sup> May 2023

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH-2023**

| Particulars  | Note No. | As At 31st March,<br>2023 | As At 31st March,<br>2022 |
|--|----------|---------------------------|---------------------------|
|  |          | RUPEES                    | RUPEES                    |
| I. Revenue from operations   | 16       | 661711142                 | 694298660                 |
| II. Other Income   | 17       | <u>5113747</u>            | <u>5919087</u>            |
| III. Total Revenue (I+II)  |          | 666824889                 | 700217747                 |
| IV. Expenses:  |          |                           |                           |
| Cost of materials consumed   | 18       | 385258206                 | 417910934                 |
| Manufacturing and Operating Costs  | 19       | 64068506                  | 65522300                  |
| Changes in inventories of finished goods work-in-progress and Stock-in-Trade | 20       | -16920216                 | -9782443                  |
| Employee benefits expense  | 21       | 98257115                  | 92785109                  |
| Finance Costs  | 22       | 23815343                  | 20662553                  |
| Depreciation and amortization expense  |          | 39172260                  | 35476080                  |
| Other expenses   | 23       | <u>43286274</u>           | <u>43721555</u>           |
| Total expenses   |          | <b>636937488</b>          | <b>666296088</b>          |
| V. Profit before exceptional and extraordinary items and tax (III-IV)        |          | 29887401                  | 33921659                  |
| VI. Exceptional items  |          | <u>0</u>                  | <u>0</u>                  |
| VII. Profit before extraordinary items and tax (V-VI)                        |          | 29887401                  | 33921659                  |
| VIII. Extraordinary items  |          | <u>0</u>                  | <u>0</u>                  |
| IX. Profit before tax (VII-VIII)   |          | <b>29887401</b>           | <b>33921659</b>           |
| X. Tax expense:  |          |                           |                           |
| Current Year   |          | 5500000                   | 4453000                   |
| Earlier Years  |          | 0                         | 0                         |
| Deferred tax   |          | 1973000                   | 3052000                   |
| XI. Profit (Loss) for the period from continuing operations (VII-VIII)       |          | <u>22414401</u>           | <u>26416659</u>           |
| XII. Other Comprehensive Income  |          | <u>0</u>                  | <u>0</u>                  |
| XIII. Total Comprehensive Income for the year, net of tax                    |          | <u>0</u>                  | <u>0</u>                  |
| XIV. Earnings per equity share of Rs. 10 each :                              |          |                           |                           |
| (1) Basic  |          | 4.09                      | 4.82                      |
| (2) Diluted  |          | 4.09                      | 4.82                      |
| Weighted average number of shares outstanding                                |          | <u>5485000</u>            | <u>5485000</u>            |

The notes form an integral part of these financial statements

As per our Audit Report of even date For And On Behalf Of The Board Of Directors

For, **G M C A & Co.**  
Chartered Accountants  
FRN: 109850W

CA. Mitt S. Patel  
(Partner)  
M. No.: 163940  
UDIN : 23163940BGPZMP8907  
PLACE : AHMEDABAD  
DATE : 22<sup>nd</sup> May 2023

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, 2023**

| Particulars   |  |  | No. of Shares | Amount in Rs. |
|---|--|--|---------------|---------------|
| <b>A. Equity Share Capital</b>                                  |  |  |               |               |
| Equity Shares of Rs. 10 Each issued, Subscribed and fully Paid. |  |  |               |               |
| Balance As at April 1, 2021                                     |  |  | 5485000       | 54850000      |
| Changes in Share Capital During the year 2020-2021              |  |  | 0             | 0             |
| Balance As at March 31, 2022                                    |  |  | 5485000       | 54850000      |
| Changes in Share Capital During the year 2021-2022              |  |  | 0             | 0             |
| Balance As at March 31, 2023                                    |  |  | 5485000       | 54850000      |

| Particulars                       | Capital Reserve | Security Premium Reserve | General Reserve | Retained Earnings |
|-----------------------------------|-----------------|--------------------------|-----------------|-------------------|
|                                   | RS              | RS                       | RS              | RS                |
| <b>B. Other Equity</b>            |                 |                          |                 |                   |
| Balance As at March 31, 2021      | 13958           | 3940800                  | 205000          | 188085923         |
| Changes During the year 2021-2022 | 0               | 0                        | 0               | 26416659          |
| Balance As at March 31, 2022      | 13958           | 3940800                  | 205000          | 214502582         |
| Changes During the year 2022-2023 | 0               | 0                        | 0               | 22414401          |
| Balance As at March 31, 2023      | 13958           | 3940800                  | 205000          | 236916983         |

As per our Audit Report of even date

For And On Behalf Of The Board Of Directors

**For, G M C A & Co.**

Chartered Accountants

FRN: 109850W

CA. Mitt S. Patel  
(Partner)

M. No.: 163940

UDIN : 23163940BGPZMP8907

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 : 22<sup>nd</sup> May 2023



| <b>NOTE NO. 1 : FIXED ASSETS</b>             |                  |
|--|------------------|
| GROSS FIXED ASSETS AS ON 01-04-2020          | 553931471        |
| ADDITION FOR 2020-2021                       | 37762872         |
| ADDITION FOR 2021-2022                       | 78039915         |
| ADDITION FOR 2022-2023                       | 27023580         |
|  | <b>696757838</b> |
| <b>LESS : DEDUCTIONS OF 2019-2020</b>        | 0                |
| DEDUCTIONS OF 2020-2021                      | 0                |
| DEDUCTIONS OF 2021-2022                      | 0                |
| DEDUCTIONS OF 2022-2023                      | 0                |
|  | <b>0</b>         |
| <b>LESS : DEPRECIATION (NET)</b>             |                  |
| <b>DEPRECIATION PROVIDED UPTO 31-03-2020</b> | 192371222        |
| 2020-2021                                    | 35104604         |
| 2021-2022                                    | 35476080         |
| 2022-2023                                    | 39172260         |
|  | <b>302124166</b> |
| <b>NET FIXED ASSETS AS ON 31-03-2023</b>     | <b>394633672</b> |

| Particulars  | As At 31st March, 2023 |                  | As At 31st March, 2022 |                    |
|--|------------------------|------------------|------------------------|--------------------|
|  |                        |                  |                        |                    |
| <b>Note : No. 2 Investments : (At Cost)</b>                                |                        |                  |                        |                    |
| <b>13173 Shares of The Cosmos Co-Op Bank Ltd of Rs. 100 each(Unquoted)</b> |                        | 1317300          |                        | 1317300            |
| Total Rs.  |                        | <b>1317300</b>   |                        | <b>1317300</b>     |
| <b>Note No. 3 Other non-current assets</b>                                 |                        |                  |                        |                    |
| <b>Security Deposits (Unsecured considered good)</b>                       |                        |                  |                        | <b>5699193</b>     |
| <b>Note No. 4. Inventories</b>   |                        |                  |                        |                    |
| (a) Raw Materials (At Cost)  |                        | 49604652         |                        | 57098676           |
| (b) Work in Progress (At Cost)   |                        | 25027578         |                        | 19648744           |
| (c) Finished Goods (At Cost or net realizable value whichever is less)     |                        | 26439864         |                        | 14898482           |
| Total  |                        | <b>101072094</b> |                        | <b>91645902</b>    |
| <b>Note No. 5 Trade Receivables (unsecured considered good)</b>            |                        |                  |                        |                    |
| (i)Over Six Months   |                        | 5618691          |                        | 3699216            |
| (ii) Others  |                        | 125544630        |                        | 129812270          |
| Total Rs.  |                        | <b>131163321</b> |                        | <b>133511486</b>   |
| <b>Note No. 6 Cash and Cash Equivalents</b>                                |                        |                  |                        |                    |
| (a) Balance With Banks   |                        | 1024681          |                        | 3076513            |
| (b) Cash on Hand   |                        | 584376           |                        | 567766             |
| (c) Fixed Deposit with Bank (Lodged with the bank as Security)             |                        | 34372036         |                        | 31983599           |
| Total Rs.  |                        | <b>35981093</b>  |                        | <b>35627878</b>    |
| <b>Note No. 7 Loans Loans and advances (Unsecured considered good)</b>     |                        |                  |                        | <b>33532870</b>    |
| <b>Note No. 8 Other financial Assets</b>                                   |                        |                  |                        |                    |
| (i) Pre Paid insurance   |                        | 1137600          |                        | 1137600            |
| (ii) Cenvat Credit Receivables   |                        | -                |                        | -                  |
| Total Rs.  |                        | <b>1137600</b>   |                        | <b>1137600</b>     |
| <b>NOTE NO. 9 : Share Capital</b>  |                        |                  |                        |                    |
| <b>Authorised Share Capital : 2,00,00,000 Equity Shares of Rs. 10 each</b> |                        |                  | 20,00,00,000           | 6,00,00,000        |
| <b>TOTAL RS.</b>   |                        |                  | <u>20,00,00,000</u>    | <u>6,00,00,000</u> |

| Particulars  | As At 31st March, 2023 |                  |                  | As At 31st March, 2022 |                  |                  |
|--|------------------------|------------------|------------------|------------------------|------------------|------------------|
|  |                        |                  |                  |                        |                  |                  |
| Issued, Subscribed & Paid up :<br>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>  |
| <b>TOTAL RS.</b>   |                        |                  | <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              |                  |                  |                        |                  |                  |
| Nicky H Vasa   | 6,76,990               |                  |                  |                        |                  |                  |
| Kamini B Vasa  | 5,04,750               |                  |                  |                        |                  |                  |
| Bhupen N Vasa  | 4,72,750               |                  |                  |                        |                  |                  |
| Hemen N Vasa   | 3,00,510               |                  |                  |                        |                  |                  |
| <b>NOTE NO. 10 RESERVES &amp; SURPLUS :</b>  |                        |                  |                  |                        |                  |                  |
| (a) Capital Reserve  |                        |                  |                  |                        |                  |                  |
| Balance as per last account  |                        | 13958            |                  | 13958                  |                  |                  |
| (b) Security Premium Reserve   |                        |                  |                  |                        |                  |                  |
| Balance as per last account  |                        | 3940800          |                  | 3940800                |                  |                  |
| (c) General Reserve  |                        |                  |                  |                        |                  |                  |
| Balance as per last account  |                        | 205000           |                  | 205000                 |                  |                  |
| (d) Profit & Loss  |                        |                  |                  |                        |                  |                  |
| Op. Balance  | 214502582              |                  |                  | 188085923              |                  |                  |
| Less:- Earlier Yrs. Adjustments  | <u>0</u>               |                  |                  | <u>0</u>               |                  |                  |
| Add:- Profit during the Year   | <u>22414401</u>        | <u>236916983</u> |                  | <u>26416659</u>        | <u>214502582</u> |                  |
| <b>TOTAL</b>   |                        |                  | <u>241076741</u> |                        |                  | <u>218662340</u> |

| Particulars  | As At 31st March, 2023 |                |                  | As At 31st March, 2022 |                  |  |
|--|------------------------|----------------|------------------|------------------------|------------------|--|
|  |                        |                |                  |                        |                  |  |
| <b>NOTE NO. 11 Long Term Borrowings</b>  |                        |                |                  |                        |                  |  |
| (a) Term Loans   |                        |                |                  |                        |                  |  |
| (i) From Banks<br>(Secured by Factory Land Building & Plant and Machinery, Further secured by personal guarantee of M.D. and Whole Time Directors) |                        | 88721550       |                  | 121372610              |                  |  |
| (ii) Deferred Payment Liability<br>(Against Hypo of Motor Cars)  |                        | 0              |                  | 0                      |                  |  |
| <b>TOTAL</b>   |                        |                | <u>88721550</u>  |                        | <u>121372610</u> |  |
| <b>NOTE NO. 12 Deferred Tax Liability</b>  |                        |                |                  |                        |                  |  |
| Op. Balance  |                        | 31884000       |                  | 28832000               |                  |  |
| Add:- Addition during the year   |                        | <u>1973000</u> |                  | <u>3052000</u>         |                  |  |
| <b>TOTAL</b>   |                        |                | <u>33857000</u>  |                        | <u>31884000</u>  |  |
| <b>NOTE NO. 13 Short Term Borrowings</b>   |                        |                |                  |                        |                  |  |
| Cash Credit from Bank<br>(Against Hypothecation of Stocks and Debtors)   |                        | 100699525      |                  | 79257567               |                  |  |
| <b>TOTAL</b>   |                        |                | <u>100699525</u> |                        | <u>79257567</u>  |  |

| Particulars  | As At 31st March, 2023 |           |                        | As At 31st March, 2022 |           |                        |
|--|------------------------|-----------|------------------------|------------------------|-----------|------------------------|
|  |                        |           |                        |                        |           |                        |
| <b>Note. No. 14 Short Term Provisions</b>  |                        |           |                        |                        |           |                        |
| (a) Provision for Employees benefits   |                        | 10334680  |                        |                        | 7182827   |                        |
| (b) Others   |                        |           |                        |                        |           |                        |
| Sundry Payable   | 18020522               |           |                        | 16116959               |           |                        |
| Provision for Taxation (Net)   | 5500000                |           |                        | 4453000                |           |                        |
|  |                        | 23520522  |                        |                        | 20569959  |                        |
| <b>Total Rs.</b>   |                        |           | <b>33855202</b>        |                        |           | <b>27752786</b>        |
| <b>NOTE NO. 15 Other Current Liabilities</b>   |                        |           |                        |                        |           |                        |
| Current Maturities of Long Term Debts.   |                        |           |                        |                        |           |                        |
| (a) Term Loans   |                        |           |                        |                        |           |                        |
| (i) From Banks   |                        | 32067243  |                        |                        | 32067243  |                        |
| (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)   |                        | 5343588   |                        |                        | 5877655   |                        |
| (b) Deferred Payment Liability (Against Hypo of Motor Cars)  |                        | 0         |                        |                        | 0         |                        |
| (c) Foreign Currency ECB Loan  |                        | 0         |                        |                        | 2681536   |                        |
| <b>TOTAL</b>   |                        |           | <b><u>37410831</u></b> |                        |           | <b><u>40626434</u></b> |
| <b>NOTE.NO. 16 Revenue from operations</b>   |                        |           |                        |                        |           |                        |
| (a) Sale of Products   |                        | 661711142 |                        |                        | 694298660 |                        |
| (b) Other Operating Revenues   |                        | 0         | 661711142              |                        | 0         | 694298660              |
| <b>Note No. 17 Other Income</b>  |                        |           |                        |                        |           |                        |
| (a) Interest Income  |                        | 1900553   |                        |                        | 2397700   |                        |
| (b) Dividend   |                        | 105384    |                        |                        | 0         |                        |
| (c) Other non-operating Income   |                        | 3107810   |                        |                        | 3521387   |                        |
| <b>TOTAL RS.</b>   |                        |           | <b>5113747</b>         |                        |           | <b>5919087</b>         |

| Particulars  | As At 31st March, 2022 |                  |                        | As At 31st March, 2021 |                  |                        |
|--|------------------------|------------------|------------------------|------------------------|------------------|------------------------|
|  |                        |                  |                        |                        |                  |                        |
| <b>Note No. 18 Cost of Materials Consumed</b>          |                        |                  |                        |                        |                  |                        |
| Raw Materials (Paper & Ink)                            |                        |                  |                        |                        |                  |                        |
| Opening Stock  |                        | 57098676         |                        |                        | 39110538         |                        |
| Add. Purchases   |                        | <u>377764182</u> |                        |                        | <u>435899072</u> |                        |
|  |                        | 434862858        |                        |                        | 475009610        |                        |
| Less : Closing Stock                                   |                        | <u>49604652</u>  |                        |                        | <u>57098676</u>  |                        |
| Total Rs.  |                        |                  | <b>385258206</b>       |                        |                  | <b>417910934</b>       |
| <b>NOTE NO. 19 Manufacturing &amp; Operating Costs</b> |                        |                  |                        |                        |                  |                        |
| Consumption of Stores & Spares.                        |                        | 14991193         |                        |                        | 19946888         |                        |
| Power & Fuel   |                        | 18547209         |                        |                        | 15996956         |                        |
| Repairs to Building                                    |                        | 556836           |                        |                        | 642737           |                        |
| Repairs to Machinery                                   |                        | 8720147          |                        |                        | 4659895          |                        |
| Production & Mfg Exps                                  |                        | 10397069         |                        |                        | 13692420         |                        |
| Printing & Labour Charges                              |                        | 0                |                        |                        | 0                |                        |
| Clearing & Forwarding Charges                          |                        | 158492           |                        |                        | 92338            |                        |
| Custom duty  |                        | 215764           |                        |                        | 121932           |                        |
| Packing Material Consumed                              |                        | 4365159          |                        |                        | 4139637          |                        |
| Royalty  |                        | 6116637          |                        |                        | 6229497          |                        |
| <b>TOTAL RS.</b>                                       |                        |                  | <b><u>64068506</u></b> |                        |                  | <b><u>65522300</u></b> |

| Particulars                                     | As At 31st March, 2023 |                 |                          | As At 31st March, 2022 |  |                         |
|---|------------------------|-----------------|--------------------------|------------------------|--|-------------------------|
|   |                        |                 |                          |                        |  |                         |
| <b>NOTE NO. 20 Increase (decrease) in Stock</b> |                        |                 |                          |                        |  |                         |
| Opening Stock                                   |                        |                 |                          |                        |  |                         |
| Finished Goods                                  | 14898482               |                 |                          | 7539450                |  |                         |
| Work-in-process                                 | 19648744               |                 |                          | 17225333               |  |                         |
|   |                        | 34547226        |                          | 24764783               |  |                         |
| Closing Stock                                   |                        |                 |                          |                        |  |                         |
| Finished Goods                                  | 26439864               |                 |                          | 14898482               |  |                         |
| Work-in-process                                 | 25027578               |                 |                          | 19648744               |  |                         |
|   |                        | <u>51467442</u> |                          | <u>34547226</u>        |  |                         |
| <b>NET INCREASE</b>                             |                        |                 | <b><u>(16920216)</u></b> |                        |  | <b><u>(9782443)</u></b> |
| <b>NOTE.NO. 21 Employees Benefits Exps.</b>     |                        |                 |                          |                        |  |                         |
| (a) Salaries and Wages                          |                        | 81052089        |                          | 76346795               |  |                         |
| (b) Cont. to Provident and Other Funds          |                        | 8500015         |                          | 7683073                |  |                         |
| (c) Staff Welfare Expenses                      |                        | 305011          |                          | 355241                 |  |                         |
| (a) Directors Remuneration                      |                        | <u>8400000</u>  |                          | <u>8400000</u>         |  |                         |
| <b>TOTAL</b>                                    |                        |                 | <b><u>98257115</u></b>   |                        |  | <b><u>92785109</u></b>  |
| <b>NOTE. NO. 22 Finance Costs</b>               |                        |                 |                          |                        |  |                         |
| (a) Interest Expense                            |                        | 23815343        |                          | 20662553               |  |                         |
| (b) Other Borrowing Costs                       |                        | <u>0</u>        |                          | <u>0</u>               |  |                         |
| <b>TOTAL</b>                                    |                        |                 | <b><u>23815343</u></b>   |                        |  | <b><u>20662553</u></b>  |

| Particulars                       | As At 31st March, 2023 |  |                 | As At 31st March, 2022 |  |                 |
|-----------------------------------|------------------------|--|-----------------|------------------------|--|-----------------|
|                                   |                        |  |                 |                        |  |                 |
| <b>NOTE.NO. 23 Other Expenses</b> |                        |  |                 |                        |  |                 |
| Rent                              | 4666326                |  |                 | 3713659                |  |                 |
| Insurance                         | 1722791                |  |                 | 1540353                |  |                 |
| Freight & Transport               | 16818069               |  |                 | 18605662               |  |                 |
| Other Repairs & Maintenance       | 611141                 |  |                 | 670347                 |  |                 |
| Directors sitting fees            | 50000                  |  |                 | 0                      |  |                 |
| Office Exps.                      | 1055743                |  |                 | 1333533                |  |                 |
| Post & Telegraph                  | 1397608                |  |                 | 544100                 |  |                 |
| Stationary & Printing             | 373723                 |  |                 | 483446                 |  |                 |
| Security Exps.                    | 1395000                |  |                 | 1189483                |  |                 |
| Telephone Exps.                   | 934768                 |  |                 | 1019782                |  |                 |
| Conveyance Exps.                  | 1954438                |  |                 | 2104125                |  |                 |
| Legal Fees                        | 111967                 |  |                 | 5200                   |  |                 |
| Professional Fees                 | 2135990                |  |                 | 2152665                |  |                 |
| Sales Promotion Exps              | 968893                 |  |                 | 409897                 |  |                 |
| Travelling Exps.                  | 675394                 |  |                 | 274381                 |  |                 |
| Motor Vehicle Exps.               | 5387244                |  |                 | 5186116                |  |                 |
| Positive Charges                  | 132619                 |  |                 | 187309                 |  |                 |
| Electric Exps.                    | 121306                 |  |                 | 21457                  |  |                 |
| Sales Commission                  | 413865                 |  |                 | 1069101                |  |                 |
| Dies & Tools                      | 1066946                |  |                 | 1751367                |  |                 |
| Listing Fees                      | 387067                 |  |                 | 379036                 |  |                 |
| Misc Exps                         | 795376                 |  |                 | 970536                 |  |                 |
| Payments to Auditors              | 110000                 |  |                 | 110000                 |  |                 |
| <b>TOTAL</b>                      |                        |  | <b>43286274</b> |                        |  | <b>43721555</b> |



**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. | 21240/-     | 19470/-  |
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. 146554/- as Director's Traveling to attend Board meetings. (Pr. Yr 9000/- )
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<br>Reimbursement of expenses       | 3057600<br>14115               | -<br>-                                    |
| 2       | Shri H. N. Vasa  | Whole time Director                  | Remuneration<br>Reimbursement of expenses       | 3057600<br>21404               | -<br>-                                    |
| 3       | Shri P. H. Vasa  | Whole time Director                  | Remuneration<br>Reimbursement of expenses       | 2400000<br>19052               | -<br>-                                    |
| 4       | Shri P. J. Bhide   | Director                             | Sitting Fees                                    | 20000                          |   |
| 5       | Ms. Jyoti R Solanki  | Director                             | Sitting Fees                                    | 20000                          |   |
| 6       | Ms. Khushi Bhat  | Director                             | Sitting Fees                                    | 10000                          |   |
| 7       | Smt. Sarla N. Vasa   | Relative of Key Management Personnel | Salary  | 6,50,000                       |   |
| 8       | Smt. Jigisha Patel   | Relative of Key Management Personnel | Prof. Fees<br>Conveyance                        | 48,000<br>9,000                | -<br>-                                    |
| 9       | Ms. Ruhi H. Vasa   | Relative of Key Management Personnel | Salary  | 4,57,600                       | -   |
| 10      | Mrs. Kamini B. Vasa  | Relative of Key Management Personnel | Rent  | 5,10,000                       | -   |
| 11      | Mrs. Nicky H. Vasa   | Relative of Key Management Personnel | Rent  | 5,10,000                       | -   |
| 12      | Earning per Share as per AS 20.  |                                      | For the year ended on<br>31-03-23      31-03-22 |                                |   |
|         | (a) Basic Earning per Share (Rs.)  |                                      | 4.09      4.82                                  |                                |   |
|         | (b) Diluted Earning per Share (Rs.)  |                                      | 4.09      4.82                                  |                                |   |
| 13      | (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. 19.73 Lacs during the year. (Previous year Rs. 30.52 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 2023.  |                                      | (Rs. in Lacs)                                   |                                |   |
|         |  |                                      |   | For the year ended<br>31-03-23 | For year ended<br>31-03-22                |
|         | Timing difference on account of book and tax   |                                      |   | 19.73                          | 30.52                                     |
|         | Depreciation and allied adjustments  |                                      |   |                                |   |

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023. (Rs. in Lacs)**

| Indirect Method                                   | 2022 - 2023 (Rs.)     | 2021 - 2022 (Rs.)     |
|---|-----------------------|-----------------------|
| <b>A CASH FLOW FROM OPERATING ACTIVITIES</b>      |                       |                       |
| Net Profit before tax and extraordinary items     | 298.87                | 339.22                |
| Depreciation                                      | 391.72                | 354.76                |
| Interest  | 238.15                | 206.63                |
| Increase in provision                             | <u>61.72</u>          | <u>0.68</u>           |
|   | <u>691.59</u>         | <u>562.07</u>         |
| Operating profit before working capital changes   | 990.40                | 901.29                |
| Adjustment for:                                   |                       |                       |
| Receivables                                       | 23.48                 | (131.86)              |
| Loans & Advances                                  | 19.17                 | 92.48                 |
| Inventories                                       | (94.26)               | (277.71)              |
| Current Liabilities                               | <u>(189.22)</u>       | <u>393.15</u>         |
|   | <u>(240.83)</u>       | <u>76.06</u>          |
| Cash generation from operation                    | 749.63                | 977.35                |
| Interest paid                                     | (238.15)              | (206.63)              |
| Tax paid  | <u>(74.73)</u>        | <u>(75.05)</u>        |
|   | <u>(312.88)</u>       | <u>(281.68)</u>       |
| Net cash flow from operating activities           | 436.75                | 695.67                |
| <b>B CASH FLOW FROM INVESTING ACTIVITIES:</b>     |                       |                       |
| Addition in Fixed Assets (Net)                    | (270.23)              | (780.40)              |
| Realisation of investments                        | 0                     | 0                     |
| Increase in share capital                         | -                     | -                     |
|   | ----- <u>(270.23)</u> | ----- <u>(780.40)</u> |
| Net cash out flow in investing activities         | 166.52                | (84.73)               |
| <b>C CASH FLOW FROM FINANCING ACTIVITIES:</b>     |                       |                       |
| Dividend paid                                     | -                     | -                     |
| Increase in financial liabilities                 | (144.25)              | 146.81                |
| Increase in Misc. expenditure                     | (18.74)               | 1.85                  |
|   | ----- <u>(162.99)</u> | ----- <u>148.66</u>   |
| Net cash out flow/in flow in financing activities | 3.53                  | 63.93                 |
| Net increase in cash and cash equivalent          | 3.53                  | 63.93                 |
| Cash & cash equivalent at start of year           | 356.28                | 292.35                |
| Cash & cash equivalent at close of year           | 359.81                | 356.28                |

As per our Audit Report of even date  
**For, G M C A & Co.**  
Chartered Accountants  
FRN: 109850W

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

CA. Mitt S. Patel  
(Partner)  
M. No.: 163940  
UDIN : 23163940BGPZMP8907  
PLACE : AHMEDABAD  
DATE : 22<sup>nd</sup> May 2023

H. N. VASA  
Wholetime  
Director  
DIN 00150717

P. H. VASA  
Wholetime  
Director  
DIN 6928383

A. PANDEY  
Co.Secretary

M. R. PATEL  
CFO

Schedule III

(A) Trade Receivable Ageing Schedule :

| Particulars   | Outstanding for following periods from due date of payment |                      |                    |              |                    |                          |
|---|--|----------------------|--------------------|--------------|--------------------|--------------------------|
|   | Less than 6 months   | 6 months-1 year      | 1-2 years          | 2-3 years    | More than 3 years  | Total                    |
| (i) Undisputed Trade receivable- considered good      | 129565340<br>(131090596)                                   | 1112715<br>(1963441) | 797161<br>(518636) | 79727<br>(0) | 695011<br>(695011) | 132249954<br>(134267684) |
| (ii) Undisputed Trade receivable- considered doubtful | NIL  | NIL                  | NIL                | NIL          | NIL                | NIL                      |
| (iii) Disputed Trade receivable- considered good      | NIL  | NIL                  | NIL                | NIL          | NIL                | NIL                      |
| (iv) Disputed Trade receivable- considered doubtful   | NIL  | NIL                  | NIL                | NIL          | NIL                | NIL                      |

Note : Figures for Previous Year F Y 2021-22 are given in brackets.

(B) Trade payable Ageing Schedule :

| Particulars   | Outstanding for following periods from due date of payment |                       |                      |                        |                         |
|---|--|-----------------------|----------------------|------------------------|-------------------------|
|   | Less than 1 Year   | 1-2 years             | 2-3 years            | More than 3 years      | Total                   |
| (i) Undisputed Trade receivable- considered good      | 16478725<br>(66455787)                                     | 82469531<br>(4813872) | 4472832<br>(1820118) | 17530869<br>(15988170) | 120951957<br>(89077947) |
| (ii) Undisputed Trade receivable- considered doubtful | NIL  | NIL                   | NIL                  | NIL                    | NIL                     |
| (iii) Disputed Trade receivable- considered good      | NIL  | NIL                   | NIL                  | NIL                    | NIL                     |
| (iv) Disputed Trade receivable- considered doubtful   | NIL  | NIL                   | NIL                  | NIL                    | NIL                     |

Note : Figures for Previous Year F Y 2021-22 are given in brackets.

Ratio Analysis:

| Sr No | Ratio                            | Numerator  | Denominator                  | Current period | Previous period | % Variance | Reason for variance |
|-------|----------------------------------|--|------------------------------|----------------|-----------------|------------|---------------------|
| 1     | Current ratio                    | Current Assets   | Current Liabilities          | 1.05           | 1.04            | 0.9%       | ----                |
| 2     | Debt-Equity ratio                | Total Debt   | Shareholders' Equity         | 0.64           | 0.69            | 7.24%      | ----                |
| 3     | Debt service coverage ratio      | Earning Available for debt service                       | Debt Service                 | 2.25           | 2.64            | 14.77%     | ----                |
| 4     | Return on Equity Ratio           | Net Profit after taxes less preference dividend (if any) | Average Shareholders' equity | 7.87           | 10.15           | 22.46%     | ----                |
| 5     | Inventory Turnover ratio         | Cost of Goods Sold or Sales                              | Average Inventory            | 12.73          | 19.43           | 34.48%     | ----                |
| 6     | Trade receivables turnover ratio | Net Credit Sales   | Average Trade Receivable     | 5.00           | 5.47            | 0.91%      | ----                |
| 7     | Trade payables turnover ratio    | Net Credit Purchase                                      | Average Trade Payable        | 3.01           | 3.74            | 19.51%     | ----                |
| 8     | Net capital turnover ratio       | Net Sales  | Average working Capital      | 50.73          | 19.40           | 161.49%    | ----                |
| 9     | Net profit ratio                 | Net Profit after Tax                                     | Net Sales                    | 0.03           | 0.04            | 8%         | ----                |
| 10    | Return on capital employed       | Earning before interest and taxes                        | Capital Employed             | 21.30          | 13.82           | 0.5%       | ----                |
| 11    | Return on investment             | Income from Investment                                   | Cost of Investment           | N.A.           | N.A.            | N.A.       | ----                |

Promoter shareholding:

| S No         | Shares held by promoters at the end of the year |                |              | % change during the year |
|--------------|---|----------------|--------------|--------------------------|
|              | Promoter Name                                   | No of shares   | % of total   |                          |
| 1.           | Nicky Hemen Vasa                                | 676990         | 12.34        | 0                        |
| 2.           | Kamini Bhupen Vasa                              | 504750         | 9.19         | 0                        |
| 3.           | Bhupen Navnit Vasa                              | 472750         | 8.62         | 0                        |
| 4.           | Hemen Navnit Vasa                               | 300710         | 5.48         | 0                        |
| <b>Total</b> |   | <b>1955000</b> | <b>35.63</b> | <b>0</b>                 |

**NOTE NO. 1 FIXED ASSETS**

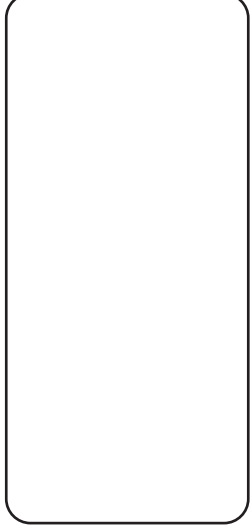
| SR NO | ASSETS                       | GROSS BLOCK    |                          | DEPRECIATION              |                 | NET BLOCK               |                        |                           |                          |                 |                 |
|-------|------------------------------|----------------|--------------------------|---------------------------|-----------------|-------------------------|------------------------|---------------------------|--------------------------|-----------------|-----------------|
|       |                              | AS ON 1.4.2022 | ADDITION DURING THE YEAR | DEDUCTION DURING THE YEAR | AS ON 31.3.2023 | PROVIDED UP TO 1.4.2022 | PROVIDED FOR 31.3-2023 | DEDUCTION DURING THE YEAR | PROVIDED UP TO 31.3.2023 | AS ON 31.3.2022 | AS ON 31.3.2023 |
| 1     | LAND & LAND DEVELOPMENT      | 1900270        | 0                        | 0                         | 1900270         | 0                       | 0                      | 0                         | 0                        | 1900270         | 1900270         |
| 2     | BUILDING                     | 30588797       | 0                        | 0                         | 30588797        | 10995436                | 1116889                | 0                         | 12112325                 | 18476472        | 19593361        |
|       | BUILDING UNIT - 2            | 15691209       | 0                        | 0                         | 15691209        | 246464                  | 496888                 | 0                         | 743352                   | 14947857        | 15444745        |
| 3     | PLANT & MACHINERY            | 411861710      | 4619717                  | 0                         | 416481427       | 182501980               | 25411414               | 0                         | 207913394                | 208568033       | 229359730       |
|       | PLANT & MACHINERY UNIT - 2   | 34888932       | 882036                   | 0                         | 35770968        | 1100638                 | 2248498                | 0                         | 3349136                  | 32421832        | 33788294        |
| 4     | ELECTRIC INSTALLATION        | 10252099       | 2609400                  | 0                         | 12861499        | 6244817                 | 600631                 | 0                         | 6845448                  | 6016051         | 4007282         |
|       | ELECTRIC INSTALLATION UNIT-2 | 5800311        | 281500                   | 0                         | 6081811         | 256999                  | 270371                 | 0                         | 527370                   | 5554441         | 5543312         |
| 5     | FURNITURE & FIXTURES         | 4942252        | 33220                    | 0                         | 4975472         | 4469290                 | 77767                  | 0                         | 4547057                  | 428415          | 472962          |
|       | FURNITURE & FIXTURES UNIT-2  | 731518         | 562881                   | 0                         | 1294399         | 34158                   | 119163                 | 0                         | 153321                   | 1141078         | 697360          |
| 6     | AIR COOLERS                  | 41500          | 0                        | 0                         | 41500           | 39889                   | 0                      | 0                         | 39889                    | 1611            | 1611            |
| 7     | AIR CONDITIONERS             | 8030474        | 101000                   | 0                         | 8131474         | 3576222                 | 490862                 | 0                         | 4067084                  | 4064390         | 4454252         |
|       | AIR CONDITIONERS UNIT-2      | 1603800        | 0                        | 0                         | 1603800         | 50787                   | 50787                  | 0                         | 101574                   | 1502226         | 1553013         |
| 8     | REFRIGERATORS                | 19125          | 0                        | 0                         | 19125           | 19125                   | 0                      | 0                         | 19125                    | 0               | 0               |
| 9     | VEHICLES                     | 9301313        | 0                        | 0                         | 9301313         | 8790951                 | 49664                  | 0                         | 8840615                  | 460698          | 510362          |
| 10    | OFFICE EQUIPMENTS            | 636371         | 0                        | 0                         | 636371          | 577091                  | 0                      | 0                         | 577091                   | 59280           | 59280           |
| 11    | COMPUTERS                    | 5314260        | 1957425                  | 0                         | 7271685         | 4424634                 | 320616                 | 0                         | 4745250                  | 2526435         | 889626          |
| 12    | ELECTRIC MOTORS              | 205036         | 0                        | 0                         | 205036          | 123671                  | 10494                  | 0                         | 134165                   | 70871           | 81365           |
| 13    | FAX MACHINE                  | 30969          | 0                        | 0                         | 30969           | 29036                   | 0                      | 0                         | 29036                    | 1933            | 1933            |
| 14    | BLOCKS & POSITIVES           | 127668167      | 15951401                 | 0                         | 143619568       | 39256879                | 7903466                | 0                         | 47160345                 | 96459223        | 88411288        |
| 15    | WATER COOLER                 | 226145         | 0                        | 0                         | 226145          | 213839                  | 0                      | 0                         | 213839                   | 12306           | 12306           |
|       | WATER COOLER UNIT-2          | 0              | 25000                    | 0                         | 25000           | 4750                    | 4750                   | 0                         | 4750                     | 20250           | 0               |
|       | <b>TOTAL</b>                 | 669734258      | 27023580                 | 0                         | 696757838       | 262951906               | 39172260               | 0                         | 302124166                | 394633672       | 406782352       |



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**UNICK FIX-A-FORM & PRINTERS LTD., AHMEDABAD.**  
**Regd. Office : Block No. 472, Tajpur Road, Changodar, Tal. Sanand, Dist. Ahmedabad-382213.**