

ANNUAL REPORT
2019-2020

unick
fix-a-form & printers ltd



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

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

FIX-A-FORM LABELS



PSA LABELS

IN MOULD LABELS



SHRINK SLEEVES

HEAT TRANSFER LABELS



CARTONS

PRINT COLLATERAL



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

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

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

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

-Hemen Vasa, Director



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

Company Information

Board of Directors & Key Managerial Personnel

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

Statutory Auditor

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

Internal Auditor

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

Secretarial Auditor

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

Bankers

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

Share Transfer Agent

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

Registered Office

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

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Annual General Meeting

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

NOTICE

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

(1.) ADOPTION OF FINANCIAL STATEMENTS:-

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

(2.) RE- APPOINTMENT OF DIRECTOR:-

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

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

SPECIAL BUSINESS:-

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

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

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

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

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

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

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

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

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

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

To consider and if thought fit, to pass the following resolution as a Special Resolution:-
"RESOLVED THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment/modification thereof) and subject to such other necessary approval(s),

consent (s) or permission (s), as may be required, the Company hereby approves, the revision in the salary scale applicable to Mr. Priyank HemenVasa (DIN: 06928383) whole-time director of the company in case of absence of profits, during the period commencing from October 1, 2020 till as detailed in the statement forming part of this notice.

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

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

Date: 31.07.2020
Place: Ahmedabad

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

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

NOTES:

NOTES:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

o) The Members are requested to:

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

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

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

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

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

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

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

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

A. In case of members receiving e-mail:

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

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

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

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