



**TWENTY FOURTH
ANNUAL
REPORT
2017-2018**

UNJHA FORMULATIONS LIMITED

BOARD OF DIRECTORS

CHAIRMAN & MANAGING DIRECTOR	: Mr. Mayank S. Patel
EXECUTIVE DIRECTOR	: Mrs. Kruti M. Patel
DIRECTOR	: Smt. Jashodaben S. Patel
DIRECTOR	: Mr. Hasmmukh S. Chavda
DIRECTOR	: Mr. (Dr.) Chetan O. Thakker
DIRECTOR	: Mr. Jitendra P. Limbachiya
CFO	: Mr. Ganpat B. Prajapati
AUDITORS	: M/s. Milind K. Shah & Co. Chartered Accountants, 616, Anand Mangal-III, Opp. Core House, Raj Nagar Club Lane, Ambawadi, Ahmedabad-380006.
SECRETARIAL AUDITOR	: M/s. Ajay Parikh & Associates Company Secretaries C-4, Yashpal Apartments, Navrangpura, Ahmedabad-380 009.
BANKERS	: DENA BANK Sidhpur Branch, Sidhpur (N. G.)
REGISTERED OFFICE & CORPORATE OFFICE	: Khali Char Rasta, State Highway, Ta. Sidhpur -384151 (N. G.)
REGISTRAR & SHARE	: Link Intime India Pvt. Ltd. 506 To 508 Amarnath Business Centre , 5th Floor, Nr St Xaviers College Corner, Off C G Road,,Ahmedabad
TRANSFER AGENT	: Ahmedabad /Mumbai.
LISTING	: Bombay Stock Exchange Ltd.
DEPOSITORIES	: NSDL
ISIN	: INE576D01015
CIN	: L99999GJ1994PLC022932

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UNJHA FORMULATIONS LIMITED

NOTICE:

NOTICE IS HEREBY GIVEN THAT THE TWENTY FORTH ANNUAL GENERAL MEETING OF THE MEMBERS OF UNJHA FORMULATIONS LIMITED WILL BE HELD AS SCHEDULED BELOW:

Day & Date : Tuesday, 28th August, 2018
Time : 10.30 A..M.
Place : Registered Office
Khali Char Rasta, State Highway,
Khali, Sidhpur-384151 (N. G.)

TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Standalone audited financial Statement of the Company for the financial year ended 31st March, 2018 including the reports of the Board of Directors and Auditor's thereon.
- 2) To appoint a Director in place of Smt. Jashodaben S. Patel, who retires by rotation and being eligible, offer her for re-appointment.

SPECIAL BUSINESS:

To Consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

- 3) "Resolved that pursuant to Section 196, 197, 203 & Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014(including any statutory modifications or re-enactments thereof for the time being in force) and subject to approval of members in general meeting and further subject to such approval and sanction as may be required, Mrs. Krutiben Mayank Patel, be and is hereby appointed as an Executive Director of the Company for a period of three years with effect from 01.10.2018, following on such terms and conditions including remuneration and perks payable as above from such date as may determined by the Board in consultation with, so as not to exceed the overall ceiling laid down in Schedule V to the Companies Act, 2013 as amended from time to time.

Salary: Rs.35,000 (Rupees Thirty Five Thousand Only) per month in the grade of Rs.35,000-45,000-60,000.

In addition to the salary, he shall be entitled to the perquisites in category A and B.

CATEGORY – A:

Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.

CATEGORY –B:

Provision of the car use on Company's business and telephone at residence will not be considered as perquisites. However, personal long distance calls on telephone and use of car for private purpose shall billed by the company to the Managing Director.

CATEGORY –C:

Medical self and family up to maximum one month salary or 8.33% per annum.

Notwithstanding anything contained in Section 197 sub-section (1) and (2), but subject to the provisions of Schedule V of the Companies Act,2013, if, in any financial year, the company has no profit or its profits are inadequate, the company will pay minimum remuneration at the same substantive salary and perquisites as specified above.

UNJHA FORMULATIONS LIMITED

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, things as they may consider necessary in their absolute discretion deem fit and proper to give effect the above resolutions.”

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

- 4) “RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable provisions if any, including and statutory modifications and re-enactment thereto, approval of the Company be and is hereby accorded to the Board of Directors of the Company for the Contracts/agreements/transactions with the related parties for the financial year 2018-19, for (a) sale, purchase or supply of any goods or materials directly or through appointment of agents, and (b) availing or rendering of any services whether technical and/or financial and/or both, more particularly described in the Explanatory Statement, for an aggregate maximum amount not exceeding financial year by Rs. 400 Lacs (Rupees Four hundred Lacs only);

“FURTHER RESOLVED THAT for the purpose of giving effect to this Resolution, Mr. Mayank S. Patel, Managing director be and is hereby authorised to do such acts, deeds, matters and things as they may in their absolute discretion consider necessary, proper, expedient, desirable or appropriate and take all necessary and desirable steps for the aforesaid purpose and matters incidental thereto.”

To Consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

- 5) “RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) Shri Chetankumar O. Thakker (holding DIN: 00277462), who was appointed as an Independent Director up to the date of 31.03.2018 and being eligible, and in respect whom the company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years which shall start from the 1st April, 2018 to 31st March, 2023.”

To Consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

- 6) “RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) Shri Hasmukh S. Chavda (holding DIN: 02416004), who was appointed as an Independent Director up to the date of 31.03.2018 and being eligible, and in respect whom the company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years which shall start from the 1st April, 2018 to 31st March, 2023.”

By order of the Board

PLACE: Sidhpur
DATE: 30.05.2018

Mayank S. Patel
(CHAIRMAN & MD)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT BE MEMBER OF THE COMPANY PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.

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2. The register of Members and the Share Transfer Books of the Company shall remain closed from **21st day of August, 2018 to 28th day of August, 2018** (Both days inclusive).
3. The Members are requested to notify immediately of any change in their address in physical as well as Demat form to Register & Share Transfer Agent, Link Intime India Pvt. Ltd. Ahmedabad/Mumbai.
4. Members desirous of obtaining any information concerning the accounts of the company may write to the Company at least 10 days in advance before the date of the Annual General Meeting so that the information required may be made available at the meeting.
5. **Voting through electronic means**
In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies(Management and Administration) Amendment Rules,2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting votes by member using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by M/s Central Depository Services (India) Limited (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25th August, 2018 (9:00 AM) and ends on 27th August, 2018 (5:00 PM). 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 21st August, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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"> • 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 as mentioned in instruction (iv).

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- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant UNJHA FORMULATIONS LIMITED on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also use Mobile app - "m - Voting" for e voting . m - Voting app is available on Apple , Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
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UNJHA FORMULATIONS LIMITED

ANNEXURE TO NOTICE:

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 to the accompanying Notice.

Item No.3:

As members are aware that in view of the increasing activities of the company and it is necessary to appoint an Executive Director Mrs. Krutiben M. Patel, to look after Company's day to day affairs. The Board Meeting held on 30.05.2018 have decided to appoint Mrs. Krutiben M. Patel as an Executive Director for the period of three years w.e.f. 01.10.2018.

Board of Directors recommend the shareholders to adopt the proposed resolution as a Special Resolution.

None of the Directors of the Company is concerned or interested in the said Resolution except himself.

Item No.4:

The Board of Directors of the Company, at its meeting held on 26.03.2018 has approved a proposal for entering into following related party transactions for the year 2018-19:

Name of the related party	Name of the director or key managerial personnel who is related, if any	Nature of relationship	Nature, material terms, monetary value and particulars of the contract or arrangement	Amount (Rs. In Lacs)
Urvesh Psyllium Industries Ltd	Mr. Mayank S. Patel Mrs. Kruti M. Patel Smt. Jashodaben S. Patel	Directors	Sale/purchase of Psyllium husk on arm's length basis	400

Any other information relevant or important for the members to make a decision on proposed transaction: None.

Section 188 of the Companies Act,2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 ("Listing Regulations") and other applicable provisions if any, provides that if transactions with the related parties are not in the ordinary course of business or on arm's length basis. The related party transaction is suggested and approved by the members of the Audit Committee. The such transactions are required to be approved by the Board of Directors and shareholders, depending upon the materiality of the transaction. In other words, approval of Board or shareholders, as the case may be, is not required under the Act, if a particular transaction is in the ordinary course of business and on arm's length basis.

In the opinion of the Board, the transaction/contracts/arrangements by the company with the above parties are in the ordinary course of business and at arm's length basis.

Accordingly, consent of the members is sought for passing a Ordinary Resolution as set out at Item No. 5 of the Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, concerned or interested, financially or otherwise in the Resolution.

Item No.5:

To re-appoint Shri Chetankumar O. Thakker as an Independent Director of the Company:

As per Section 149(10) of the Companies Act, 2013 , an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of up to five consecutive years on the Board of a Company.

- 1) In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. (Dr.) Chetankumar O. Thakker, it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall starts from the 1st April, 2018 to 31st March, 2023." ..

UNJHA FORMULATIONS LIMITED

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 6 of the Notice.

Item No.6:

To re-appoint Shri Hasmukh S. Chavda as an Independent Director of the Company:

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

- 1) In line with the aforesaid provisions of the CA 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Shri Hasmukh S. Chavda, it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall starts from the 1st April, 2018 to 31st March, 2023." ..

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 7 of the Notice.

By order of the Board

PLACE: Sidhpur
DATE: 30.05.2018

Mayank S. Patel
(CHAIRMAN &MD)

****Details of Directors seeking appointment/re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 & Secretarial Standard 2)**

Name of Directors	Mrs. Jashodaben S. Patel	Mr. (Dr.) Chetankumar O. Thakker	Mr. Hasmukh S. Chavda
Date of Birth	19/10/1937	12/04/1960	27/02/1980
Nationality	Indian	Indian	Indian
Date of Appointment	31/01/2014	01/12/2005	21/05/2001
Expertise in specific function areas	Administrative Functions	More than 15 years in the specific area in Medical Science	More than 10 years his specific area in Accounts, General Administration.
Qualification	Matric	MD	B.A.
Name of other entities in which the person also holds Directorship	Urvesh Psyllium Industries Limited	None	None
Name of other entities in which the person also holds membership of the Committee of the Board.	None	None	None
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.	N.A.	N.A.
Shareholding in the Company as on 31 st March,2018	739800	NIL	NIL

UNJHA FORMULATIONS LIMITED

REPORT OF DIRECTORS:

To the Members,

Your directors have pleasure in presenting their Twenty Fourth Annual Report together With Audited Statement of Accounts of the Company for the year ended 31st March, 2018.

FINANCIAL RESULTS:

The Working results of the Company are as under:

PARTICULARS	Rs. in Lacs	
	31.03.2018	31.03.2017
TURNOVER	1129.52	1224.09
OTHER INCOME	3.54	10.64
TOTAL INCOME	1133.06	1234.73
PROFIT BEFORE DEPRECIATION AND TAXATION	36.31	38.38
LESS: DEPRECIATION	10.05	8.83
PROFIT/LOSS BEFORE TAX	26.26	29.55
LESS: PROVISION FOR TAXATION	NIL	NIL
PROFIT FOR THE YEAR	26.26	29.55
BALANCE AS PER LAST BALANCE SHEET	(373.19)	(402.74)
TOTAL PROFIT/LOSS	(346.93)	(373.19)

BUSINESS OPERATIONS & PROSPECTS:

During the year under review your company has sales turnover of Rs.11.29 Cr. (in respect of its existing activities). Profit before tax decrease by about 12% over previous year to Rs. 26.26 Lacs.

DIVIDEND:

In view of the need to conserve the resources of the Company, the Directors of the Company do not recommend dividend for the year.

CHANGE IN NATURE OF BUSINESS:

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

SHARE CAPITAL:

The paid-up equity share capital as on 31st March, 2018 was Rs. 44,805,000/-. There was no public issue, right issue, bonus issue or preferential issue etc. during the year. The company has not issued shares with differential voting rights, sweat equity shares nor has it granted any stock options.

NUMBER OF MEETING OF BOARD OF DIRECTORS:

The board of Directors duly met 5 times in a year and in respect of these meetings proper notices were given and the proceedings were properly recorded in the minute's book of the company maintained for this purpose under the Companies Act, 2013.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The company has no any subsidiary, joint venture or associate companies.

DISCLOSURE BY INDEPENDENT DIRECTOR IN THE BOARD REPORT U/S 149 (10):

The board of the company consist of 6 Directors, out of which three are independent Directors, one Managing Director and one whole Time Director.

All independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149 of the Companies Act, 2013 and SEBI(Listing Obligations and Disclosure Requirements) Regulation,2015 which has been relied on by the company and placed at the Board Meeting of the company held on 30th May, 2018.

MANAGEMENT DISCUSSION & ANALYSIS REPORT:

A separate report of Management Discussion and Analysis is attached as a part of the Annual report.

UNJHA FORMULATIONS LIMITED

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith.

MARKETING:

Your Company has continued manufacturing agreement with Reckit Benckiser India Ltd., for sales of Isabgol Husk based product 'Fybogel', Abbot Healthcare Pvt Ltd., for sales of 'FABOLITE', Karnataka Antibiotics & Pharmaceuticals Ltd for sale of 'Husky', BAPS Herbal Care for sale of 'Easylax Powder', Rhine Biogenics Pvt. Ltd for sale of 'Trugol SF Powder' and Kinedex Healthcare Pvt Ltd. for sale of Laxovel Group of product and Appolo Pharmacy for sale of Sat-Isabgol etc. Your Company has also continued manufacturing agreement with Karnataka Antibiotics & Pharmaceuticals Limited for sale of Isabgol Husk based product on third party contract manufacturing.

EXPORT:

During the period under review your company exported Rs.2,36,86,162 (US\$ 366330). The Company continued its focus on development of Export Markets, for Albendazole Bolus, Fibron SF Powder and Fibermate (Isabgol based formulations) to supplement the present low domestic demand situation. During the current year under review company entered into manufacturing contract with South America based well known Pharmaceuticals Company.

CORPORATE GOVERNANCE:

The report on the Corporate Governance code along with a certificate from the Auditors of the Company regarding the Management Discussion and Analysis Report are annexed to this report

DIRECTOR'S RESPONSIBILITY STATEMENT:

The Directors confirm:

1. In the preparation of the annual accounts the applicable accounting standards had been followed.
2. The Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affair of the Company at the end of financial year and of the profit of the Company for that period.
3. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of The Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The company has prepared the attach annual statement for the year ended 31st March, 2018 a going concern basis.
5. 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
6. There is proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DEPOSITORY SYSTEM:

Your Company has entered into agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable members to hold shares in Dematerialized form.

LISTING FEES:

Your Company has paid Listing Fee for the year 2018-19 at Bombay Stock Exchange Ltd. The Company has already completed the procedure for De-Listing of Share from Ahmedabad Stock Exchange Limited as per amended SEBI Guideline and awaiting approval the ASE.

INDUSTRIAL RELATIONS:

Industrial relations remained cordial throughout the year. Your Directors place on record their deep appreciation of the contribution made by the employees at all levels.

DEPOSITS:

The company has not invited or accepted any Deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under.

LOANS, GUARANTEE AND INVESTMENTS:

UNJHA FORMULATIONS LIMITED

Pursuant to the Provision of Section 186(4) of the Companies Act, 2013 requiring disclosure in the financial statements of the full particulars of the loan given, investment made or guarantee given or security provided directly or indirectly, to any person (other than to employees under contractual obligations) or to other body corporate. The company does not make any investment in securities or give guarantee to any other body corporate. Further, the company has not give any loan to others during the year ended March 31, 2018.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY:

There are no significant and/or material orders passed by the Regulators or Courts of Tribunals impacting the going concern status of the Company.

AUDIT COMMITTEE:

The Audit committee of the Comprises of Mr. Mayankkumar S. Patel, Mr. Jitendra P. Limbachiya and Mr. Has Mukh S. Chavda as Members. The members of the Audit Committee duly met 4 times in year.

The details of terms of reference of the Audit Committee, number and dates of meetings held, attendance of the Directors and remuneration paid to them are given separately in the attached Corporate Governance Report.

REMUNERATION AND NOMINATION COMMITTEE:

The Remuneration and Nomination committee of the Comprises of Mr. Mayankkumar S. Patel and Mr. Jitendra P. Limbachiya as Members. The members of the Remuneration and Nomination committee duly met 4 times in year.

The details of terms of reference of the Remuneration and Nomination Committee, number and dates of meetings held, attendance of the Directors and remuneration paid to them are given separately in the attached Corporate Governance Report.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee of the Comprises of Mrs. Krutiben M. Patel Mr. Has Mukh S. Chavda and Mr. Chetankumar O. Thakker as Members. The members of the Stakeholders Relationship Committee duly met 5 times in year.

The details of terms of reference of the Stakeholders Relationship Committee, number and dates of meetings held, attendance of the Directors and remuneration paid to them are given separately in the attached Corporate Governance Report.

DIRECTORATE AND KEY MANAGERIAL PERSONNEL:

DIRECTORATE:

Shri Jashodaben S. Patel, will be retiring at the ensuring Annual General Meeting and being eligible offers himself for being re-appointment.

Mr. (Dr.) Chetankumar O. Thakker, it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall starts from the 1st April, 2018 to 31st March, 2023."

Shri Has Mukh S. Chavda, it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall starts from the 1st April, 2018 to 31st March, 2023."

PERSONNEL:

There are no employees covered Under Section 197 of the Companies Act, 2013 read with Companies (Particulars of Employees) Rules, 1975 and hence no information is required to this report.

INTERNAL CONTROL AND ITS ADEQUACY:

The company has adequate internal controls and processes in place with respect to its financial statements which provides reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements. These controls and processes are driven through various policies, procedures and certifications. The processes and controls are reviewed periodically. The company has a mechanism of testing the controls at regular intervals for their design and operating effectiveness to ascertain the reliability and authenticity of financial information.

CORPORATE SOCIAL RESPONSIBILITY(CSR):

UNJHA FORMULATIONS LIMITED

Since the Company's net worth does not exceed Rs.500 crores or Company's turnover does not exceed Rs.1000 crore or the Company's net profit does not exceed Rs.5 crore for any financial year, the provisions of section 135 of the Companies Act,2013 are not applicable to the Company.

PARTICULARS OF CONSERVATION OF ENERGY ETC.:

Particulars with respect to Conservation of Energy as per Section 134 of the Companies Act, 2013 read with the (Disclosures of particulars the Report of Board of Directors) Rules, 1988 and forming part of the Directors.

AUDITORS:

M/s. Milind Shah & Company ,Chartered Accounts, of the Company have submitted their Independent Auditors Report on the financial Statements of the Company for the year ended 31st March,2018 and they have made no qualification, reservation or adverse remark in their report. They are, as the Auditors, to hold Office from the conclusion of the ensuring Annual General Meeting until the conclusion of the next Annual General Meeting of the Company. You are requested to reappoint the auditors and fix their remuneration.

COST AUDITORS & COST AUDIT REPORT:

Pursuant to the directives of the Central Government under the provisions of Section 148(3) of the Companies Act, 2013, the appointment of Cost Auditors is not applicable to the Company.

SECRETARIAL AUDITORS:

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company with the approval of its Board, appointed **M/s. Ajay Parikh & Associates**, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the company for the financial year ended March 31, 2018. The Secretarial Audit Report is annexed herewith as annexure. The Secretarial Auditors in their Secretarial Audit Report/in the Annexure to their Audit Report have not provided with any qualification except following observations:

- (a) The Company has not appointed Company Secretary as required under section 203(1)(ii) of the Companies Act,2013.

Explanation: Company will be filling up such vacancy within six months from the date of such vacancy subject to availability of qualified personnel as Company's Regd. Office/Corporate Office is situated in remote place of Gujarat.

EXPLANATION OR COMMENTS BY THE BOARD FOR KEY MANAGERIAL PERSONNEL:

Key Managerial Personnel CS :

The Board has firmly assured under section 203(1)(ii) of Companies Act, 2013 that the Board of Directors are trying to appoint Company Secretary, but they could not find any suitable candidate for the same as the company is situated at remote area in between Unjha and Sidhpur highway.

RESERVATION AND QUALIFICATION ON AUDITOR REPORT:

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The notes on financial statements are self-explanatory, and needs no further explanation.

Further the Auditor's Report for the Financial year ended 31st March, 2018 is annexed herewith for your kind perusal and information.

RELATED PARTY TRANSACTIONS:

All the related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of section 188 of the Companies Act, 2013. There are no materially significant related party transactions made by the company with promoters, Directors or key Managerial Personnel etc. which may have potential conflict with the interest of the company at large.

The details of the transactions with Related Party are provided in the accompanying financial statements in Form AOC-2 enclosed as Annexure D.

UNJHA FORMULATIONS LIMITED

RISK MANAGEMENT:

The Company has put in place adequate effective system and man power for the purposes of risk Management by formulating risk management policy of the Company.

INSURANCE:

All the properties of the Company including Building, Plant & Machinery, Stock and Stores have been adequately insured.

CASH FLOW STATEMENT:

As required by amended Clause 32 of the Listing Agreement a Cash Flow Statement is appended.

FORMAL ANNUAL EVALUATION:

The Company has devised a policy for performance evaluation of Independent directors, Board, Committees & individual directors which includes criteria for performance evaluation of executive directors & non-executive directors. Board of directors have expressed their satisfaction with the evaluation process.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The Company has formulated a Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct.

APPRECIATION:

Your Directors express their sincere thanks for the co-operation and assistance received from Dena Bank. Your Directors also express their gratitude to the investors, Employees, Agents, Dealers and Consumers of the Company for their valuable support and continued confidence report in the company.

By order of the Board

**PLACE: Sidhpur
DATE: 30.05.2018**

**Mayank S. Patel
(CHAIRMAN & MD)**

ANNEXURE TO THE DIRECTOR'S REPORT:

ANNEXURE A

Form of disclosure of particulars with respect to conservation of energy:

A. POWER & FUEL CONSUMPTION

PARTICULARS	31.03.2018	31.03.2017
Electricity Units Consumed (Nos.)	70187	79364
Total Amount (Rs.)	645765	709636
Rate per Unit (Rs.)	9.20	8.94

ANNEXURE B

FORM DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC.

RESEARCH & DEVELOPMENT (R&D):

The Company is in processing of identifying area in which research and developments activities can be carried out. Keeping in view the need in future, the company is planning to establish a separate Research & Development Division for which the provision for creation of necessary infrastructure will be made.

TECHNOLOGY ABSORPTION, ADOPTION AND OUTGO:

Foreign Exchange earned during the year on account of export sales US \$ 366330 (Equivalent to Rs.23686162).

UNJHA FORMULATIONS LIMITED

(1) Indian									
a. Individual/ HUF	1642224	200	1642424	36.66	1654224	200	1654424	36.93	0.27
b. Central Govt.	0	0	0	0	0	0	0	0	0
c. State Govt.	0	0	0	0	0	0	0	0	0
d. Bodies Corp.	0	0	0	0	0	0	0	0	0
e. Bank/Fl.	0	0	0	0	0	0	0	0	0
f. Any Other	0	0	0	0	0	0	0	0	0
Sub-Total- A-(1)	1642224	200	1642424	36.66	1654224	200	1654424	36.93	0.27
(2) Foreign									
a. NRI-Individuals	0	0	0	0	0	0	0	0	0
b. Other Individuals	0	0	0	0	0	0	0	0	0
c. Body Corporate	0	0	0	0	0	0	0	0	0
d. Bank/ Fl	0	0	0	0	0	0	0	0	0
e. Any others	0	0	0	0	0	0	0	0	0
Sub-Total- A-(2)	0	0	0	0	0	0	0	0	0
Total Share Holder of Promoters (1+2)	1642224	200	1642424	36.66	1654224	200	1654424	36.93	0.27
B. Public Shareholding									
1. Institution									
a. Mutual Funds	0	0	0	0	0	0	0	0	0
b. Bank/ Fl	0	0	0	0	1000	0	1000	0.022	0.022
c. Central Govt.	0	0	0	0	0	0	0	0	0
d. State Govt.	0	0	0	0	0	0	0	0	0
e. Venture capital	0	0	0	0	0	0	0	0	0
f. Insurance Co.	0	0	0	0	0	0	0	0	0
g. Flls	0	0	0	0	0	0	0	0	0
h. Foreign Portfolio Corporate	0	0	0	0	0	0	0	0	0
i. Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
j. others	0	0	0	0	0	0	0	0	0
Sub- Total B (1)	0	0	0	0	1000	0	1000	0.022	0.022
2. Non- Institution									
a. Body Corporate	88059	4300	92359	2.06	59659	4300	63959	1.43	-0.63
b. Individual									
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	1579266	572200	2151466	48.02	1467265	565700	2032965	45.37	-2.65
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	469321	0	469321	10.47	566853	0	566853	12.65	2.18
c. Others									
(i) HUF	84286	0	84286	1.88	103190	0	103190	2.30	0.42
(ii) NRI(Rep)	17741	3200	20941	0.46	30029	3200	33229	0.74	0.28
(iii) NRI(Non-Rep)	6001	0	6001	0.13	7751	0	7751	0.17	0.04
(iv) Clearing Members	13702	0	13702	0.31	17129	0	17129	0.38	0.07
(v) Foreign National	0	0	0	0	0	0	0	0	0
(vi) OCB	0	0	0	0	0	0	0	0	0
(vii) Trust	0	0	0	0	0	0	0	0	0
(viii) In Transit	0	0	0	0	0	0	0	0	0
Sub- Total B (2)	2258376	579700	2838076	63.33	2251876	573200	2825076	63.04	0
Net Total (1+2)	2258376	579700	2838076	63.33	2252876	573200	2826076	63.06	0

UNJHA FORMULATIONS LIMITED

C. Shares held by Custodian for GRDs & ADRs									
Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	3879900	600600	4480500	100	3907100	573400	4480500	100	0

(ii) Shareholding of Promoters:

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	Jashodaben Shambhubhai Patel	739800	16.51	0	739800	16.51	0	0
2.	Mayankbhai Shambhubhai Patel	559251	12.48	0	565751	12.62	0	0.14
3.	Urveshkumar Shambhubhai Patel	162273	3.62	0	162273	3.62	0	0
4.	Neenaben Urveshkumar Patel	85000	1.90	0	85000	1.90	0	0
5.	Krutiben Mayankkumar Patel	96000	2.14	0	101500	2.27	0	0.13
6.	Shambhubhai A. Patel	100	0.002	0	100	0.002	0	0
	Total	1642424	36.66	0	1654424	36.92	0	

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

There is Change in the Promoter's Shareholding as follows :-

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1642424	36.66	1642424	36.66
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat Equity etc.	0	0	Increase 12000 Shares due to Transfer	0.26
	At the End of the year	1654424	36.92	1654424	36.92

UNJHA FORMULATIONS LIMITED

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

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the year- 1 st April, 2017		Transaction Details			Shareholding at the end of the year- 31 st March, 2018		Reason
		No. of Shares	% of total shares of the company	Sale	Purchase	Date	No. of Shares	% of total shares of the company	
1.	Rameshwar Nath Pandey	84932	1.8956	--	1000	18.08.2017	85932	1.9179	Transfer
					610	01.09.2017	86542	1.9315	Transfer
					300	22.09.2017	86842	1.9382	Transfer
					3180	29.09.2017	90022	2.0092	Transfer
							90022	2.0092	
2.	Sanjeev P.	52969	1.1822	--	--	--	52969	1.1822	
3.	Kailashben Ashokkumar Patel	14911	0.3328		89	05.05.2017	15000	0.3348	Transfer
					2250	16.06.2017	17250	0.3850	Transfer
					1700	07.07.2017	18950	0.4229	Transfer
					1050	29.05.2017	20000	0.4464	Transfer
					11900	13.10.2017	31900	0.7120	Transfer
					15937	03.11.2017	47837	1.0677	Transfer
							47837	1.0677	
4.	Patel Jatinkumar Babulal	47400	1.0579	--	--	--	47400	1.06	
5.	Dheeraj Kumar Lohia	0	0		21700	09.06.2017	21700	0.4843	Transfer
					3447	01.09.2017	25147	0.5613	Transfer
					5162	27.10.2017	30309	0.6765	Transfer
					2891	03.11.2017	33200	0.7410	Transfer
					600	02.02.2018	33800	0.7544	Transfer
					500	09.02.2018	34300	0.7655	Transfer
					993	16.02.2018	35293	0.7877	Transfer
					38	23.02.2018	35331	0.7886	Transfer
					1341	02.03.2018	36672	0.8185	Transfer
					9751	23.03.2018	46423	1.0361	Transfer
							46423	1.0361	
6.	Patel Babulal Madhavlal	38600	0.8615	--	--	--	38600	0.8615	
7.	Shivani Pandey	35003	0.7812	--	--	--	35003	0.7812	
8.	Sonal Lohia	0	0		19652	09.06.2017	19652	0.4386	Transfer
					200	23.03.2018	19852	0.4431	Transfer
					3459	31.03.2018	23311	0.5203	Transfer
							23311	0.5203	
9.	Suneeta Ashok Shah	30001	0.6696	722	--	23.06.2017	29279	0.6535	Transfer
				1000	--	30.06.2017	28279	0.6312	Transfer
				3279	--	14.07.2017	25000	0.5580	Transfer
				904	--	21.07.2017	24096	0.5378	Transfer
				1096	--	28.07.2017	23000	0.5133	Transfer
				1	--	11.08.2017	22999	0.5133	Transfer
				2999	--	18.08.2017	20000	0.4464	Transfer
				--	1000	12.01.2018	21000	0.4687	Transfer

UNJHA FORMULATIONS LIMITED

				--	2373	19.01.2018	23373	0.5217	Transfer
				--	650	02.02.2018	24023	0.5362	Transfer
				1673	--	09.02.2018	22350	0.4988	Transfer
							22350	0.4988	
10.	Anil Kumar	2275	0.0508	--	1000	14.04.2017	3275	0.0731	Transfer
				--	1000	28.04.2017	4275	0.0954	Transfer
				--	1000	12.05.2017	5275	0.1177	Transfer
				--	1000	19.05.2017	6275	0.1401	Transfer
				--	1003	02.06.2017	7278	0.1624	Transfer
				--	1000	23.06.2017	8278	0.1848	Transfer
				--	2176	30.06.2017	10454	0.2333	Transfer
				--	400	14.07.2017	10854	0.2422	Transfer
				--	1000	11.08.2017	11854	0.2646	Transfer
				--	2000	01.09.2017	13854	0.3092	Transfer
				--	910	08.09.2017	14764	0.3295	Transfer
				--	3000	15.09.2017	17764	0.3965	Transfer
				--	1000	29.09.2017	18764	0.4188	Transfer
				--	1000	13.10.2017	19764	0.4411	Transfer
				--	570	24.11.2017	20334	0.4538	Transfer
							20334	0.4538	

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	For Each of the Directors and KMP Name of the Director/KMP	Shareholding at the beginning of the year 1 st April, 2017		Shareholding at the end of the year 31 st March, 2018	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Mayankkumar Shambhubhai Patel	559251	12.48	565751	12.62
2.	Krutiben Mayankkumar Patel	96000	2.14	101500	2.27
3.	Jashodaben Shambhubhai Patel	739800	16.51	739800	16.51

V. INDEBTEDNESS

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

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
Principal Amount	4,58,915	0	0	4,58,915
Interest due but not paid	0	0	0	0
Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	4,58,915	0	0	4,58,915
Change in Indebtedness during the financial year				

UNJHA FORMULATIONS LIMITED

+ Addition	0	0	0	0
-Reduction	4,58,915	0	0	4,58,915
Net Change	(4,58,915)	0	0	(4,58,915)
Indebtedness at the end of the financial year				
Principal Amount	0	0	0	0
Interest due but not paid	0	0	0	0
Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager		Total
		Mr. Mayank S. Patel	Mrs. Krutiben Mayankumar Patel	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	510000.00	420000.00	Rs.930000.00
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0
5.	Others, please specify: Bonus	40400	34986	75386
	Total (A)	550400.00	454986.00	1005386.00
	Ceiling as per the Act			

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr.Limbachiya	Mr. Thakker	Mr. Chavda	

UNJHA FORMULATIONS LIMITED

	3. Independent Directors				
	- Fee for attending board committee meetings	0	0	0	0
	- Commission	0	0	0	0
	- Others, please specify				
	Total (1)	0	0	0	0
	4. Other Non-Executive Directors				
	- Fee for attending board committee meetings	0	0	0	0
	- Commission	0	0	0	0
	- Others, please specify			0	
	Total (2)	0	0	0	0
	Total (B)=(1+2)	0	0	0	0
	Total Managerial Remuneration				
	Overall Ceiling as per the	--	--	--	--

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sr. No	Particulars of Remuneration	Key Managerial Personnel			
		CEO*	Company Secretary	CFO	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission - as % of profit	0	0	0	0

UNJHA FORMULATIONS LIMITED

	others, specify...				
5	Others, please specify	0	0	0	0
	Total	0	0	0	0

- CEO: Refer item No. VI

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/COURT]	Appeal made, if any(Give Details)
A. Company					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. Directors					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. Other officers in default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

UNJHA FORMULATIONS LIMITED

ANNEXURE D

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.:

Not Applicable.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Not Applicable
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions'	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	1
1	Name (s) of the related party & nature of relationship	Urvesh Psyllium Industries Ltd/ Director
2	Nature of contracts/arrangements/transaction	Sale/Purchase of Psyllium Husk
3	Duration of the contracts/arrangements/transaction	1 year
4	Salient terms of the contracts or arrangements or transaction including the value, if any	At prevailing Market Rate
5	Date of approval by the Board	N.A
6	Amount of Transaction(Rs. in Lacs)	400.00
7	Amount paid as advances, if any	--

By order of the Board

**Place: Sidhpur
DATE: 30.05.2018**

**Mayank S. Patel
(CHAIRMAN & MD)**

UNJHA FORMULATIONS LIMITED

Form No. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Unjha Formulations Limited

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

Based on my verification of the **Unjha Formulations Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during audit period)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; (Not applicable to the Company during audit period)
 - (c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company during audit period)
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during audit period)
 - (e) 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;
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. Approval of delisting is awaited from the ASE.
 - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during audit period)

(vi) We have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under Other applicable Acts, Laws and Regulations of the Company.

We are of the opinion that the management has complied with the following laws specifically applicable to the Company:

- a. Drugs and Cosmetics Act, 1940
- b. Factories Act, 1948 read with Gujarat Factories Rules, 1963
- c. Industrial Dispute Act

UNJHA FORMULATIONS LIMITED

- d. Payment of Bonus Act and other Labour Legislations.
- e. Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- f. Employees State Insurance Act
- g. Minimum Wages Act, 1948
- h. Payment of Bonus Act, 1965 and Payment of Gratuity Act, 1972

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India on meeting of Board of Directors and General Meeting.
- (ii) SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015.

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

Non Compliance of Clauses of The Companies Act, 2013 (the Act) and the rules made there under;

1. The Company has not appointed Company Secretary for the year 2017-2018.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public/Rights/Preferential issue of Shares/debentures/sweat equity.
- (ii) Redemption/buyback of securities.
- (iii) Major decisions taken by the members in pursuant to section 180 of the Companies Act, 2013.
- (iv) Merger/amalgamation/reconstruction etc.
- (v) Foreign technical collaborations.

I further report that during the audit period:

The Company has approved –

- 1) To approval for Appointment of Managing Director for the period three years
- 2) Resolution to take approval for Related Party Transactions for the year 2017-18 under section 188, of the Companies Act, 2013.

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.

For, Ajay Parikh & Associates
Company Secretaries

Ajay M. Parikh
Proprietor
FCS: 6075 C P No.:6503

Place: Ahmedabad
Dated: 30/05/2018

(To the Secretarial Audit Report of M/s. Unjha Formulations Limited for the financial year ended 31/03/2018)

To,
The Members,
Unjha Formulations Limited
Khali Char Rasta, State Highway,
Khali, Sidhpur-384151
Gujarat.

Our Secretarial Audit Report for the financial year ended 31/03/2018 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 the processes 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.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. 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 procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, Ajay Parikh & Associates
Company Secretaries

Ajay M. Parikh
Proprietor

Place: Ahmedabad
Date: 30/05/2018

FCS: 6075 C P No.:6503

UNJHA FORMULATIONS LIMITED

Sidhpur-384151 (N. Guj.)

REPORT ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR 2017-18

Pursuant to Regulation 34(3) read with Schedule V of SEBI(Listing Obligations and disclosure requirements) Regulations,2015.

1. A brief statement on Company's philosophy on code of governance:

The Company always strives to achieve optimum performance of all levels by adhering to corporate governance practices, such as:

- Fair and transparent business practices.
- Effective Management Control by Board.
- Adequate representation of promoters, executive and independent directors on the Board.
- Accountability for performance and fully compliance of law.
- Monitoring of executive performance by the Board.
- Transparent and timely disclosure of financial and management information.
- Company has already completed provisions for Schedule M as per FDI, India norms.

1) Board of Directors (As on 30.05.2018):

The board of directors comprises of a non-executive chairman, Executive Director, Managing Director, and three other non-executive directors.

During the financial under review Five board meetings were held on 30.05.2017, 31.07.2017, 31.10.2017, 10.02.2018 and 26.03.2018 Attendance of each director at the board meetings and last annual general meeting and the no. of companies and committees were he is director/member as on 30.05.2018.

Name of Director	Category of Directorship	No. of Board Meeting Attended	Attendance At last AGM Held on 24/08/2017	No. of other Companies In which Director	No. of Committees (other than UFL in which Member)
Mr. Mayank S. Patel	Managing Director	5	Yes	1	Nil
Mrs. Krutiben M. Patel	Executive Director	5	Yes	1	Nil
Mr. (Dr.) Chetan O. Thakker	Independent non-Executive Director	5	Yes	Nil	Nil
Mr. Hasmukh S. Chavda	Independent non-Executive Director	5	Yes	Nil	Nil
Smt. Jashodaben S Patel	Director	5	Yes	1	Nil
Mr. Jitendra P. Limbachiya	Independent Director	5	yes	Nil	Nil

2) Audit Committee:

The audit committee comprises of members Mr. Mayank S. Patel, Mr. Hasmukh S. Chavda and Mr. Jitendra P. Limbachiya Four meeting were held during the year ended 31st March, 2018.

During the financial under review four Audit Committee meetings were held on 30.05.2017, 31.07.2017, 30.10.2017 and 09.02.2018.

Name of Directors	Category	No. of Meetings held during the year	No. of Meetings Attended
Mr. Mayank S. Patel	Managing Director	4	4
Mr. Hasmukh S. Chavda	Independent non-Executive Director	4	4
Mr. Jitendra P. Limbachiya	Independent Director	4	4

UNJHA FORMULATIONS LIMITED

3) Share Transfer & Share Holders Grievances Committee:

- 1) The Board of Directors of the Company has constituted Share Transfer & Share Grievances Committee of Directors in order to meet the requirement of SEBI (Listing Obligations and Disclosure

Requirements) Regulation 2015. The Committee has been constituted with the objective of over seeing redressal of investor's complaint pertaining to Share Transfer/Transmission of Share, Interest, Dematerialization (Demat) of Shares and related matters.

- 2) Share Transfer Committee met on 31.07.2017, 30.10.2017, 09.02.2018 and 26.03.2018.
- 3) Share Holders Grievances Committee met on 29.05.2017, 31.07.2017, 31.10.2017, 09.02.2018 and 26.03.2018.

Composition of Share Transfer Committee and attendance of Directors at their meeting are given below:

Name of Directors	Category	No. of Meetings held during the year	No. of Meetings Attended
Mrs. Kruti M. Patel	Executive Director	4	4
Mr. Chetan O. Thakker	Independent non-Executive Director	4	4
Mr. Hasmukh S. Chavda	Independent non-Executive Director	4	4

Composition of Share Holders Grievances Committee and attendance of Directors at their meeting are given below:

Name of Directors	Category	No. of Meetings held during the year	No. of Meetings Attended
Mrs. Kruti M. Patel	Executive Director	5	5
Mr. Chetan O. Thakker	Independent non-Executive Director	5	5
Mr. Hasmukh S. Chavda	Independent non-Executive Director	5	5

Share Transfer System:

Status of complaints for the period 1st April, 2017 to 31st March, 2018

1. No. of complaints received	1
2. No. of complaints resolved	1
3. No. of complaints not solved to the satisfaction of Shareholders As at 31.03.2018	0
4. Complaints pending as at 31.03.2018	0
5. No. of Share Transfers pending for approval as at 31.03.2018	Nil

4) Remuneration and Nomination Committee:

- 1) The Board of Directors of the Company has constituted Remuneration and Nomination Committee of Directors in order to meet the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015. The Committee has been constituted with the objective of reviewing the overall compensation policy, performance of top management and for establishment of procedures for the nomination process, etc.
- 2) Remuneration and Nomination Committee met on 29.05.2017, 31.07.2017, 30.10.2017 and 09.02.2018.

Composition of Remuneration and Nomination Committee and attendance of Directors at their meeting are given below:

Name of Directors	Category	No. of Meetings held during the year	No. of Meetings Attended
Mr. Mayank S. Patel	Managing Director	4	4
Mr. Jitendra P. Limbachiya	Independent Director	4	4

Remuneration of Directors'

The details of remuneration paid to the directors during the financial year from April'17 to March'18 are given below:

UNJHA FORMULATIONS LIMITED

a) Managing Director/ Executive Director

Name of Directors	Salary & Allowances Rs.	Commission/ PLR (Provision Made) Rs.	Perquisites Rs.	Retirement Benefits Rs.
Mr. Mayank S. Patel*	550400.00	----	----	As per statutory rules
Mrs. Kruti M. Patel**	454986.00	----	----	As per statutory rules

Note:

*The agreement with each of Managing Director is for a period of three years (01.09.2017 to 31.08.2020). Presently the company does not have a scheme for grant of stock option either to the Executive Directors or Employees.

**The agreement to be execution with each of Executive Director is for a period of three years (01.10.2015 to 30.09.2018). Presently the company does not have a scheme for grant of stock option either to the Executive Directors or Employees.

b) Non - Executive Directors

Name of Directors	Sitting Fees Paid Rs.
Dr. Chetan O. Thakker	Nil
Mr. Hasmukh S. Chavada	Nil
Mr. Jitendra P. Limbachiya	Nil

5) General Body Meetings

The last three Annual General Meetings were held as under:

Financial year	Date	Time	Location
2014-2015	22.08.2015	4.00 P.M.	---do---
2015-2016	27.08.2016	4.00 P.M.	---do---
2016-2017	24.08.2017	10.30 A.M.	---do---

No Extra Ordinary General Meeting was held during the year under review.

6) Disclosure

There was no materially significant related party transactions that had potential conflict with the interests of the Company at large. Transactions in the ordinary course of business with the related parties are disclosed in the notes of the Financial Statements.

- 1) There have been no instances of non-compliance by the Company on any matters related to the capital markets nor have any penalty/strictures been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on such matters.
- 2) A Management Discussion and Analysis Report has been presented as part of the Director's Report.
- 3) The Company has complied with all the mandatory requirements stipulated under Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 with the Stock Exchanges.
- 4) There was no transaction of material nature that has been entered into by the company with the promoters.
- 5) There were no instances of non-compliance nor have any penalties structures have imposed by Stock Exchanges or SEBI or any other statutory authority during the last three year on any matter related to capital market.
- 6) Means of Communication

Half yearly reports sent to each household of Shareholders	:	No, as the result of the company are Published in the newspapers.
Quarterly results	:	-----do----
Newspapers, in which results are normally published	:	Free Press (Eng.) Lok Mitra (Guj.)
Whether Management Discussion & Analysis is A part of Annual Report	:	Yes

UNJHA FORMULATIONS LIMITED

7) General Shareholders Information	
AGM Date, Time & Venue	: 28 th August, 2018 10.30 A..M. at Registered Office situated at Khali Char Rasta, State Highway, Sidhpur-384151 (N.G)
8) Financial Calendar	: April, 2018 to March, 2019
First Quarter Results	: On or before 10 th August 2018
Half Yearly Results	: On or before 10 th November, 2018
Third Quarter Results	: On or before 10 th February, 2019
Audited Results for year ending	: On or before 31 st May, 2019
Date of Book Closure	: _____
Dividend payment date	: N.A.
Listing on Stock Exchanges	: Bombay Stock Exchange limited
Stock code	: 531762
	: Mumbai
Demat ISIN Number for NSDL & CDSL	: INE576D01015

Company's Share Price BSE Index (531762)

Date	Open	High	Low	Close
Apr 2017	13.50	25.00	13.00	20.25
May 2017	20.30	20.50	14.05	14.05
June 2017	13.35	14.50	12.50	13.05
July 2017	13.70	16.40	13.03	13.75
Aug 2017	14.40	14.40	10.43	12.12
Sep 2017	12.10	13.90	10.11	11.45
Oct 2017	11.45	14.45	10.90	14.45
Nov 2017	15.17	15.92	10.80	13.75
Dec 2017	13.11	13.20	12.35	12.96
Jan 2018	12.96	15.10	10.90	14.26
Feb 2018	13.73	14.75	11.85	13.55
Mar 2018	13.55	14.15	11.40	12.40

UNJHA FORMULATIONS LIMITED

Distribution of Shareholding as on 31.03.2018:

DISTRIBUTION SCHEDULE AS ON 31.03.2018 UNJHA FORMULATIONS LIMITED				
Distribution of shareholding	Shareholders		No. of Shares held	
No. of Shares	Numbers	%	Numbers	%
1 to 500	2695	72.6807	569514	12.7109
501 to 1000	616	16.6127	570565	12.7344
1001 to 2000	190	5.1241	304767	6.8021
2001 to 3000	64	1.7260	164652	3.6749
3001 to 4000	35	0.9439	123726	2.7614
4001 to 5000	34	0.9169	159949	3.5699
5001 to 10000	43	1.1597	304996	6.8072
10001 to Above	31	0.8360	2282331	50.9392
Total	3708	100	4480500	100
Physical Mode				
Electronic				

Shareholding pattern as on 31.03.2018

Sr. No.	Category	No. of Shares held	% of holding
1	Promoters	1654424	36.9250
	Non-promoters:-		
2	Financial Institutions / Mutual Fund	1000	0.0223
3	FII, NRI, OCBs	40980	0.9146
4	OCBs	Nil	Nil
5	Bodies Corporate	63959	1.4275
6	Indian Public	2720137	60.7105
	Total	44,80,500	100.00

Dematerialization of Shares

As on 31.03.2018 87.20% of the paid up share capital has been dematerialized.

Outstanding GDRs / ADRs / warrants

Not issued

Plant Locations

Khali Char Rasta, State Highway, Sidhpur - 384151 (N. Guj.) India.

Address for correspondence

: **Unjha Formulations Limited**

Khali Char Rasta, State Highway, Sidhpur - 384151 (N. Guj.) Dist. Patan.

Telephone Nos.

: 02767-282395 Fax No. 02767-282396

E-mail address

: unjfor@bsnl.in

info@unjhaformulations.com

Share Transfer System

: Transfer are approved every fortnightly Basis/ Monthly basis.

Registrar & Share Transfer Agents & Depository:
(Common Agency)

Link Intime Pvt. Ltd. (Ahmedabad Branch)
506 To 508 Amarnath Business Centre ,
5th Floor, Nr St Xaviers College Corner,
Off C G Road ,,Ahmedabad
Email: ahmedabad@linkintime.co.in

UNJHA FORMULATIONS LIMITED

7) Non – mandatory requirements:

The company has presently not adopted the non – mandatory requirements in regard to maintenance of non – executive Chairman’s office and sending of half yearly financial performance to the shareholders to their residence, etc.

Affirmation of compliance with the code of conduct for Director & Senior Executive:

I declare that Company has received affirmation of compliance with “Code of Conduct for Directors & Senior Executives” laid down by the Board of Directors, from all the Directors and Senior Management personnel of the company, to whom the same is applicable, for the financial year ended March 31, 2018.

Place: Sidhpur
Date: May 30, 2018

Mayank Patel
M.D./Compliance Officer & CEO

UNJHA FORMULATIONS LIMITED

CERTIFICATE

We have reviewed the report of the Directors' of Unjha Formulations Limited on Corporate Governance for the period ended March 31, 2018 and as per information and explanation given to us and on the basis of examination of relevant documents. We certify that the report of the Directors' on Corporate Governance, read along with the Management Discussion and Analysis report, appropriately reflect company's compliance with mandatory and other conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

**Mehsana
May 30, 2018**

**For; M/s. Milind Shah & Co.
Chartered Accountants
(Milind K. Shah)
M. No.: 036482/ F.R. No.:127734w
Proprietor**

MANAGEMENT DISCUSSION & ANALYSIS REPORT

We are pleasure to submitting here a Management discussion and analysis report on the business of the company. The overall performance of the Company has been encouraging during the year under review. We have covered to include discussions on all specified matters to the extent relevant or either limit that in our opinion are imposed by the company own competitive position. The company completed the year with sales turnover of Rs.11.29 Cr. (in respect of its existing activities). We believe that our business is backed up by necessary skills and expertise. Our financial performance is generally representatives in our core operations and quality of products.

COMPANY & INDUSTRY STRUCTURE:

Our operations are structures into following sub-divisions (pharma) and managerially to perform its own duties and functions and support is provided that a corporate level as required, data on volumes and turnover, a summary is given below:

Pharma sub-divisions	F.Y.2017-18	F.Y.2016-17
	Sales Rs.	Sales Rs.
Human & Veterinary Medicines	29,67,876	2,49,84,619
Anchor Items	33,03,291	33,24,348
Ayurvedic Items	9,69,56,941	8,86,37,533
Isabgol Husk	96,61,049	52,86,980
Packing Materials	NIL	73,506
Raw Materials	63,296	1,02,861
Total	11,29,52,453	12,24,09,847

We recognize that customer satisfaction is the key to our success. Our aim is to build sound customer relationships through creation of value for them, and in the process to earn an equitable return for ourselves. Quality is built into products through appropriate manufacturing technology and work methods.

The prospects for the Pharma Industry appear to be bright in the long term as well as short term. The Sales of Ayurvedic items based formulations was 85 % of total Turnover in 2017-18. The company has continued Manufacturing Agreement with Nicholas Piramal India Limited & Reckitt Benckiser India Ltd. The company has also continued manufacturing agreement with Karnataka Antibiotics & Pharmaceuticals Limited for sales of Isabgol Husk based products and other veterinary products on Loan License basis. During the year under review company has continued contract for manufacturing of Isabgol based formulation LAXOVEL Group of products (Isabgol based flavoured formulation) with M/s. Kinedex Healthcare Pvt. Ltd.

MARKET SHARE & DISTRIBUTION:

Ayurvedic Division (Isabgol based products) Continued revamping and widening of distribution of network help the division in garnering a greater market share.

Overseas Market

Your company has chalked up an aggressive plan to explore the wide overseas market, Owing to this efforts company is hopeful of adding new customers in the current year.

Product Development

As a result of consistent product development efforts, various new innovative medicines major highlight of which were- Fibron-SF Orange Powder.

UNJHA FORMULATIONS LIMITED

UFL is quality conscious providing latest technology for improved performance and this trend will continue keeping a step ahead of competition.

ENVIRONMENT & SAFETY:

We believe that safe and healthy working conditions in factory and offices are as necessary and important as production, productivity and quality.

HUMAN RESOURCES:

Your company considers its human resources as one of its most important assets & potential. It is only through motivated creative and employees, that we can achieve our aims. Involvement commitment, teamwork and continuous updating of skills and knowledge, training of personnel are integral to our objectives of advancing highly professionals, productive culture. Permanent employment totals **16** of which officers and workers account.

OTHER MATTERS:

There are no further areas of risks or concerns outside the usual course of business. The company has introduced a detailed Internal Control System and continuously reviewed with a view to improvement. We here taken all care to comply with all applicable laws and regulations. Our sincere thanks are due to all employees and team – mates, particularly to Division Heads, whose dedicated and hard work allowed these results to be achieved. We are grateful to our bankers and concern authorities, for their continued support and to our customers for their faith and confidence. We commit ourselves to their fullest satisfaction.

CAUTIONARY STATEMENT:

Statement in the Management Discussion and Analysis Report which seek to describe the company's objective, projections, expectations or predictions may be considered to be "forward – looking statements", within the meaning of applicable securities, laws and regulations. Actual results could differ materially from any expressed or implied.

For and on behalf of the Management team.

Mayank Patel
(Managing Director/Compliance Officer & CEO)

To the Members of
UNJHA FORMULATIONS LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Unjha Formulations Limited** ('the Company'), which comprise the balance sheet as at **31 March 2018**, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone 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 the 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 a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the Accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31 March 2018** and its profit and its cash flows for the year ended on that date.

UNJHA FORMULATIONS LIMITED

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of the written representations received from the directors as on **31 March 2018** taken on record by the Board of Directors, none of the directors is disqualified as on **31 March 2018** from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - II. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - III. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date:-30 May, 2018

Place:-Mehsana

For, **M/s.Milind Shah & Co.**

Chartered Accountants

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734W

UNJHA FORMULATIONS LIMITED

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2018, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets

(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

(v) The Company has not accepted any deposits from the public.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of duty of customs, income tax, sales tax, duty of excise, service tax and value added tax.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks. The Company does not have any loans or borrowings from financial institutions or government and has not issued any debentures.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Date:-30 May,2018

Place:-Mehsana

For, *M/s.Milind Shah & Co.*
Chartered Accountants

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

UNJHA FORMULATIONS LIMITED

Annexure - B to the Auditors' Report

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 **Unjha Formulations Limited** ("the Company") as of **31 March 2018** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial 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 **31 March 2018**, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date:-30 May, 2018

Place:-Mehsana

For, **M/s.Milind Shah & Co.**
Chartered Accountants

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

UNJHA FORMULATIONS LIMITED

UNJHA FORMULATIONS LTD.			
Balance Sheet as at 31st March, 2018			
Particulars	Note No	As at 31-03-2018	As at 31-03-2017
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	4,48,05,000	4,48,05,000
(b) Reserves and Surplus	2	(3,27,42,843)	(3,53,68,748)
(2) Share application money pending allotment	-	NIL	NIL
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	Nil	4,58,915
(b) Deferred tax liabilities (Net)	--	NIL	NIL
(c) Other Long term liabilities	--	NIL	NIL
(4) Current Liabilities			
(a) Short-term borrowings	4	NIL	NIL
(b) Trade payables	5	2,74,92,717	2,78,82,850
(c) Other current liabilities	--	NIL	NIL
Total		3,95,54,874	3,77,78,017
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	65,95,434	72,39,354
(ii) Intangible assets	6	50,00,000	50,00,000
(iii) Capital work-in-progress	--	NIL	NIL
(iv) Intangible assets under development	--	NIL	NIL
(b) Non-current investments	7	125	125
(d) Long term loans and advances	--	NIL	NIL
(e) Other non-current assets(Pre.Operative Exp)	8	23,27,349	23,27,349
(2) Current assets			
(a) Current investments	--	NIL	NIL
(b) Inventories	9	1,01,79,323	1,16,36,248
(c) Trade receivables	10	77,73,259	64,66,523
(d) Cash and cash equivalents	11	49,47,704	34,07,499
(e) Short-term loans and advances	--	NIL	NIL
(f) Other current assets	12	27,31,680	17,00,919
Total		3,95,54,874	3,77,78,017

As per our Report of even date

For, *M/s.Milind Shah & Co.*
Chartered Accountants.

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

For and on behalf of the board of Directors

Shri Mayank S.Patel
(Chairman & M.D.)

Krutiben M.Patel
(Executive Director)

Date:-30 May, 2018
Place:-Siddhpur

UNJHA FORMULATIONS LIMITED

UNJHA FORMULATIONS LTD.			
Statement of Profit and Loss for the year ended 31st March, 2018			
Particulars	Note No	As at 31-03-2018	As at 31-03-2017
INCOME			
Revenue from operations	13	11,29,52,453	12,24,09,847
Other Income	14	3,53,537	10,61,871
Total Revenue		11,33,05,990	12,34,71,718
Expenses:			
Cost of materials consumed	15	9,44,83,007	10,37,15,009
Employee benefit expenses	16	44,72,278	39,64,910
Financial costs	17	1,55,080	10,06,442
Depreciation and amortization expenses	18	10,04,972	8,83,005
Other expenses	19	1,05,64,748	1,09,46,880
Total Expenses		11,06,80,085	12,05,16,246
Profit before Tax		26,25,905	29,55,472
Tax expense:			
(1) Current tax		NIL	NIL
(2) Deferred tax		NIL	NIL
Profit (Loss) for the year.		26,25,905	29,55,472
Earning per equity share:			
(1) Basic		0.59	0.66
(2) Diluted		0.59	0.66
Significant Accounting Policies			
Notes on Financial Statements	20		

As per our Report of even date

For, M/s.Milind Shah & Co.
Chartered Accountants.

For and on behalf of the board of Directors

Shri Mayank S.Patel
(Chairman & M.D.)

Smt.Krutiben M. Patel
(Executive Director)

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

Date:-30 May, 2018
Place:-Siddhpur.

UNJHA FORMULATIONS LIMITED

Notes forming part of the Financial Statements.

	As at 31 st March, 2018		As at 31 st March, 2017	
1.SHARE CAPITAL				
Authorised 1,00,00,000 Equity Shares of Rs.10				
Each issued & subscribed capital	10,00,00,000		10,00,00,000	
Issued capital 52,01,700 Equity Shares of Rs.10 each				
Subscribed & Paid up Capital				
52,01,700 Equity Shares				
Less: 7,21,200 Forfeited Shares				
44,80,500 Equity Shares of Rs.10 Each	4,48,05,000		4,48,05,000	
Total	4,48,05,000		4,48,05,000	
a.Reconciliation of the shares outstanding at the beginning and at the end of the reporting year.				
	As at 31-03-2018		As at 31-03-2017	
	No.of Shares	Amt.	No.of Shares	Amt.
At the beginning of the year	44,80,500	4,48,05,000	44,80,500	4,48,05,000
Addition during the year	Nil	Nil	Nil	Nil
Outstanding at the end of the year	44,80,500	4,48,05,000	44,80,500	4,48,05,000
NAME OF SHARE HOLDERS HOLDING SHARES MORE THAN 5%				
	Current Year 31-03-2018		Previous Year 31-03-2017	
Name of Share Holders	No.of Shares Held	% of Holding	No.of Shares Held	% of Holding
Smt.J.S.Patel	739800	16.51%	739800	16.51%
Mr.M.S.Patel	549251	12.25%	549251	12.25%
2.RESERVE & SURPLUS				
Share Forfeiture Reserve A/c.	19,50,000		19,50,000	
Profit & Loss A/c.	(3,46,92,843)		(3,73,18,748)	
Total	(3,27,42,843)		(3,53,68,748)	
Note: 721200 Equity shares have been forfeited w.e.f.01-10-2001 which was approved in Board Meeting. The same has been approved by Regional Stock Exchange ,Ahmedabad vide their Notice/Bulletin No.25/2001-02 (Company Section) dated 16-01-2002 and the Stock Exchange Mumbai vide notice No.120/18 dated 16-04-2002.				
3.LONG TERM BORROWINGS				
Unsecured				
From Friends and relatives	NIL		NIL	
Total	NIL		NIL	

UNJHA FORMULATIONS LIMITED

Secured		
Dena Bank Machinery Term Loan A/c.	Nil	4,58,915
Total	Nil	4,58,915
4.SHORT TERM BORROWING		
SECURED		
Working Capital Loans from Dena Bank (Secured against Stock)	NIL	NIL
Dena Bank OD a/c.(FD)	NIL	NIL
Total	NIL	NIL
5.TRADE PAYABLE		
Others	2,74,92,717	2,78,82,850
6.FIXED ASSETS		
(As given Separately)	1,15,95,434	1,22,39,354
7.NON CURRENT INVESTMENTS		
Other investments		
Investments in share	125	125
8.OTHER NON CURRENT ASSETS		
Preliminary & Preoperative expenses not written off		
Pre Operative Expenses	9,00,705	9,00,705
Preliminary Expenses	1,08,625	1,08,625
Share Issue Expenses	13,18,019	13,18,019
Total	23,27,349	23,27,349
9.INVENTORIES		
Raw Materials	36,77,082	33,01,291
Work in Progress	24,88,990	33,95,492
Finished Goods	32,33,265	40,46,799
Packing Materials	7,79,986	8,92,666
Total	1,01,79,323	1,16,36,248
10.TRADE RECEIVABLES		
(unsecured and considered good)		
Over six Month	NIL	NIL
Others	77,73,259	64,66,523
Total	77,73,259	64,66,523
11.CASH & BANK BALANCE		
Cash on Hand	1,18,599	6,103
Balance with Banks	44,32,105	34,01,396
FDR in Banks	3,97,000	NIL
Total	49,47,704	34,07,499
12.OTHER CURRENT ASSET		

UNJHA FORMULATIONS LIMITED

GST & VAT, Advance Tax	27,31,680	17,00,919
Total	27,31,680	17,00,919
13.REVENUE FROM OPERATIONS		
Sale of Products	11,29,52,453	12,24,09,847
Total	11,29,52,453	12,24,09,847
13.1 PARTICULARS OF SALE OF PRODUCTS		
Ayurvedic Items Sales	7,60,77,752	9,02,13,609
Anchor Items	33,03,291	33,24,348
Ayurvedic Items Export	2,08,79,189	1,98,71,944
Raw Material	63,296	1,02,860
Packing Material	Nil	73,506
Veterinary Medicine Export	28,06,876	32,14,600
Isabgul Husk	96,61,049	52,86,980
Human Medicine Sales	1,61,000	3,22,000
Total	11,29,52,453	12,24,09,847
14.OTHER INCOME		
Loc Expenses	15500	Nil
Interest Income	1,45,037	1,67,658
Kasar a/c.	Nil	8,92,562
Packing Charges	NIL	1,650
Scrap Sales	1,93,000	Nil
Total	3,53,537	10,61,871
15.COST OF MATERIAL CONSUMED		
	31-03-2018	31-03-2017
OPENING STOCK		
Raw Materilas	33,01,291	26,65,029
Finished Goods	40,46,799	2,58,161
Work in Progress	33,95,492	14,17,677
Packing Materials	8,92,666	11,50,358
Total	1,16,36,248	54,91,225
Add: PURCHASE		
Isabgul Husk	7,66,56,375	8,91,48,050
Raw Materials	70,71,360	83,93,201
Packing Materials	92,98,347	1,23,18,781
Total	9,30,26,082	10,98,60,032
Less: Closing Stocks		
Raw Materilas	36,77,082	33,01,291
Finished Goods	24,88,990	40,46,799
Work in Progress	32,33,265	33,95,492
Packing Materials	7,79,986	8,92,666
Total	1,01,79,323	1,16,36,248
Cost of Material Consumed	9,44,83,007	10,37,15,009
16.EMPLOYEE BENEFITS EXPENSES		
Salary & wages	30,95,175	28,71,598
Employer's Contribution to P.F.	6,61,143	2,37,756
Canteen exp.	Nil	1,01,137
Staff Welfere	32,964	43,100

UNJHA FORMULATIONS LIMITED

Bonus exp	4,26,112	3,59,083
Stipend exp.	2,46,484	3,52,236
Washing Allowance	10,400	Nil
Total	44,72,278	39,64,910
17.FINANCE COSTS		
Interest on Working Capital Loan	52,770	58,372
Other Interest	Nil	8,19,652
Bank Charges	1,02,310	1,28,418
Total	1,55,080	10,06,442
18.DEPRECIATION	10,04,972	8,83,005
(As given separate sheet)		
19.OTHER EXPENSES		
Operating Expenses		
Laboratory Expenses	2,32,657	2,06,350
Electric Expenses	6,45,765	7,09,636
Machine Repai.Exp.	3,85,488	2,97,929
Consumable stores	7,63,621	11,55,963
Job work exp.	21,09,000	26,79,000
Total-I	41,36,531	50,48,879
Administrative Expenses		
Office Exp.	1,25,760	1,26,378
Professional Tax	Nil	190
Service tax EXP.	Nil	27,538
Gardening and Plantation Expenses	6,500	Nil
Vehicle Maintenance	2,43,554	4,12,329
Stationery Expenses	34,030	74,466
Postage & Courier Exp.	53,574	52,170
Insurance Exp.	7,70,181	7,72,923
Audit Fee	75,000	57,500
Consultation Fee	2,03,200	1,12,750
Telephone Exp.	25,415	51,455
RTA registration fee	20,302	33,742
Listing Fee	2,50,000	2,00,000
Renewal fee	9,250	9,250
Roc exp.	20,100	21,250
Sedex Regi.exp	Nil	15,000
License fees exp.	8,000	Nil
LOC exp.	Nil	-3,000
Annual Custody Fee	30,642	30,620
E-voting charges	3,780	5,750
Kharajat exp.	2,77,749	2,42,757
Panchayat Tax	4,646	7,668
Bed Debts	Nil	2,67,466
Building Repai.Exp.	7,71,693	1,14,504
Membership Fee	10,000	Nil
TDS interest	200	493
Round off a/c.	5	Nil
Web Name Regi.Fee	21,950	18,950
Kasar	818	Nil
Kitchen Expenses	1,08,945	Nil
Labour Expenses	7,93,680	Nil

UNJHA FORMULATIONS LIMITED

Medical Allowances	12,500	Nil
Packing Charges	-6,500	Nil
Share Expenses	29,765	Nil
Tea & Refreshment	10,400	Nil
Subscription (Pharmagude) A/c.	1,200	Nil
Total-II	39,16,339	26,52,149
Selling Expenses		
Sales Promotion exp.	3,10,061	16,57,738
Central Excise	21,674	-24,579
Advertisement Exp.	28,530	28,530
Travelling Exp.	14,05,313	6,38,177
Shipping Exp.	7,14,098	8,82,274
Cash Discount	16,201	58,712
Donation exp.	16,001	5,000
Total-III	25,11,878	32,45,852
Total (I+II+III)	1,05,64,748	1,09,46,880

UNJHA FORMULATIONS LIMITED

SIGNIFICANT ACCOUNTING POLICIES

1) ACCOUNTING POLICIES

- Basis of Accounting : Accounts are prepared under the Historical Cost conversion and on the Basis of a going concern obligations and amounts determined as payable or receivable during the year
- Sales - Sales comprises sale of goods net of trade discount
- Fixed assets & Depreciation - Fixed assets are stated at Cost less depreciation.
- Inventories - Inventories are valued as under :
 - Raw materials valued at cost or market rate whichever is lower.
 - Works in Process & Finished Goods are valued at lower cost of or net realizable value.
 - Packing Material & Product Literature's are at cost.
- Amortization of Misc.Expenditure like preliminary and share issue expenses will be written off over a period of 10 years. Accordingly, no such expenditure has been written off during the year.

	AS AT 31/03/2018	AS AT 31/03/2017
	-----	-----
2) Contingent Liabilities	NIL	NIL
3) Managerial Remuneration	Rs.2,36,86,162	Rs. 9,74,553
4) Expenditure in Foreign Currency	NIL	NIL
5) Earning in foreign currency	US\$ 3,66,330	US\$ 3,41,749

6) RELATED PARTY TRASECTIONS:

Enterprises over which key management personnel and their relatives are able to exercise significant influence

Urvesh Psyllium Industries Ltd

Key management personnel

Mr. Mayankkumar Shambhubhai Patel

Mrs. Krutiben Mayankkumar Patel

Details of transactions with related parties during the year.

(Rs. In Lacs)

Nature of transactions	1	2	Total
Purchase of Goods			
Urvesh Psyllium Industries Ltd	281.74		281.74
Interest Paid			
Urvesh Psyllium Industries Ltd	Nil		Nil
Job Work			
Urvesh Psyllium Industries Ltd	24.12		24.12
Managerial remuneration			
Mr. Mayankkumar Shambhubhai Patel		5.50	5.50
Mrs. Krutiben Mayankkumar Patel		4.54	4.54

1. Enterprises over which key management personnel and their relatives are able to exercise significant influence

2. Key management personnel

7)The Company has commenced commercial production at its own from 01/12/1994. Accordingly ,expenditure incurred during the pre operative period(as per schedule No.8)has been shown in balance sheet.

8) In view of carried forward loss admissible under the I.T.Act, 1961, provision from income tax has not been made for the year.

9) In the opinion of the management current assets, loans and advances are approximately of the value states if realized in the ordinary course of business.

10) Debit & Credit balances are subject to confirmations.

11) No separate account is kept for central excise recovered, it ultimately included in sale.

12) Additional information pursuant to provisions of the Companies Act 2013.

13) Import license premium received Rs.NIL

14) The figures of the previous year have been regrouped/ rearranged wherever necessary to confirm to the current year classification.

15) Bank Balances are subject to re-conciliation.

16) As there is Carried Forwarded Losses and unabsorbed Depreciation, There is no Certainty of liabilities of deferred taxation. We have not made provision for deferred taxation during the year.

As per our Report of even date

For and on behalf of the board of Directors

For, M/s.Milind Shah & Co.
Chartered Accountants.

Shri Mayank S.Patel
(Chairman & M.D.)

Krutiben M.Patel
(Executive Director)

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

Date:-30 May, 2018
Place:-Siddhpur

NOTES 6 & 18								
Statement of Fixed Assets and Depreciation								
PARTICULARS	PREV.GROSS	ADDITION	SALES/	GROSS BLOCK	DEPRECIATION	DEPRECIATION	DEPRECIATION	NET BLOCK
	BLOCK		DEDU.	AS ON	UP TO	FOR THE	UP TO	AS ON
	31-03-17			31-03-18	31-03-17	YEAR	31-03-18	31-03-18
INTENGIBLE ASSETS								
GOODWILL	5000000	0	0	5000000	0	0	0	5000000
TENGIBLE ASSETS								
LAND	339302	0	0	339302	0	0	0	339302
BUILDING	15482930	0	0	15482930	12667922	267425	12935347	2547583
MACHINERY	14819095	226174	0	15045269	11568739	478736	12047475	2997794
FURNITURE	339645	0	0	339645	295747	11365	307112	32533
LAB.EQUIPMENTS	551516	0	0	551516	419757	34113	453870	97646
A.C.	311450	83000	0	394450	188590	34503	223093	171357
INTERCOM TELEPHONE	101293	0	0	101293	91284	2591	93875	7418
ELE.INSTALLATION	419741	0	0	419741	406305	3478	409783	9958
PACKING MATERIAL DIE	628790	0	0	628790	552661	10590	563251	65539
COMPUTER	494925	50678	0	545603	444717	38727	483444	62159
REFRIGERATOR	29890	0	0	29890	21698	1483	23181	6709
MOTOR CYCLE	44315	0	0	44315	34115	2641	36756	7559
SATO BARCODE PRINTER	71100	0	0	71100	69326	1121	70447	653
TRUCK LPT909/38/HEX2	1110415	0	0	1110415	755598	110809	866407	244008
C.C.TV CAMERA	51850	1200	0	53050	40444	7390	47834	5216
TOTAL	39796257	361052	0	40157309	27556903	1004972	28561875	11595434

UNJHA FORMULATIONS LIMITED**MANUFACTURING ACTIVITIES**

A)Material consumed in production is 100% indigenious

B)PRODUCTION:

Sr.No.	PARTICULARS	UNIT	INSTALLED CAPACITY	CAPACITY
			PER ANNUM(PER SHIFT)	UTILISED
1	POWDER	K.G.	14.40 Lacs kg	(16.01%) 230631.000kgs
2	TABLETS	NOS	17.88 Crores Tabs	(0.11%) 20200060 Nos.

PARTICULARS OF OPENING STOCKS,PRODUCTION,SALES AND CLOSING STOCK

Sr.No.	PARTICULARS	OPENING QTY.	STOCK VALUE(RS.)	PRODUCTION QUANTITY
2	POWDER	9516 Nos.	4046799.20	230631.000kgs
5	TABLETS	NIL	NIL	20200060 Nos

Sr.No.	PARTICULARS	SALES	CLOSING STOCK	VALUE IN (RS)	
		Qty			VALUE IN (RS.)
2	POWDER	--	11,01,45,576.00	74022 Nos	32,33,265.48
5	TABLETS	20200060 Nos	28,06,876.00	Nil	Nil

As per our Report of even date

For and on behalf of the board of Directors

For, **M/s.Milind Shah & Co.**
Chartered Accountants.

Shri Mayank S. Patel
(Chairman & M.D.)

Krutiben M.Patel
(Executive Director)

Milind K.Shah(Proprietor)
M.No.036482, F.R.No.127734w

Date:-30 May, 2018
Place:-Siddhpur

UNJHA FORMULATIONS LIMITED**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2018.****(In Rs.)**

PARTICULARS	31.03.2018	31.03.2017
Profit as per Profit & Loss A/c.	26,25,905	29,55,472
Add : Depreciation	10,04,972	8,83,005
Intrest and Financial Charges	1,55,080	10,06,442
	37,85,957	48,44,919
Add:		
<u>Decrease in Current Assets</u>		
Trade Receivables	NIL	16,10,486
Duties & Taxes	NIL	NIL
Loan & Advances	NIL	NIL
Inventories	14,56,925	NIL
<u>Increase in current liabilities :</u>	NIL	51,05,470
Less:		
<u>Decrease in current liabilities :</u>	3,86,533	NIL
<u>Increase Current Assets</u>		
Loan & Advances	NIL	NIL
Inventory	NIL	61,45,023
Trade Receivables	23,11,708	NIL
Duties & Taxes	10,34,361	5,37,180
Cash generated from operations	15,10,280	48,78,672
Less : Intrest Paid	1,55,080	10,06,442
Net Cash Flow from operating Activities (A)	13,55,200	38,72,230
<u>Cash Flow from Investing Activities</u>		
Decrease in investments	NIL	NIL
Decrease in Fixed Assets	6,43,920	NIL
Less:		
Increas in Fixed Assets.	NIL	28,46,253
Net Cash Flow from Investin Activities (B)	6,43,920	(28,46,253)
<u>Cash Flow from Financial Activities</u>		
Add: Decrease in Prem.Exp.	NIL	NIL
Increse in Secured loans	NIL	4,58,915
Increase in Capital	NIL	NIL
Less: Decrease in Securd Loans	4,58,915	NIL
Income Tax Advance Tax.	NIL	NIL
Decrease in Unsecurd Loans	NIL	NIL
Net Cash Flow from Financial Activities (C)	(4,58,915)	4,58,915
Net Increase/Decrease in Cash & Cash equivalents (A+B+C)	15,40,205	14,84,892
Add : Opening Balance	34,07,499	19,22,607
Closing Balance	49,47,704	34,07,499

As per our Report of even date

For and on behalf of the board of Directors

For, **M/s.Milind Shah & Co.**
Chartered Accountants.**Shri Mayank S.Patel**
(Chairman & M.D.)**Krutiben M.Patel**
(Executive Director)**Milind K.Shah(Proprietor)**
M.No.036482, F.R.No.127734WDate:-30 May, 2018
Place:-Siddhpur

UNJHA FORMULATIONS LIMITED

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

D) REGISTRATION DETAILS

Registration No. 22932

State Code 04

Balance Sheet Date **31/03/2018**.

(II) CAPITAL RAISED DURING THE YEAR [AMOUNT IN RS. THOUSANDS]

Public Issue	→	NIL
Right Issue	→	NIL
Bonus Issue	→	NIL
Private Placement	→	NIL

(III) a) POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

[Amounts In RS. Thousands]

Total Liabilities	→	39554
Total Assets	→	39554

b) EQUITY AND LIABILITIES :

Paid-up Capital	→	44805
Reserve & Surplus	→	-32742
Secured Loan	→	Nil
Unsecured Loans	→	Nil

c) ASSET:

Net Fixed Assets	→	11595
Current Assets	→	2327.34
Investments [Deposit]	→	0.12
Accumulated Losses	→	32742

IV) PERFORMANCE OF COMPANY [Amount in RS. Thousands] :

Turnover *1	→	112952
Total Expenditure	→	110680
Profit / Loss before tax	→	2625
Profit / Loss after tax *2	→	2625
Earning per share in RS.	→	0.59
Dividend Rate [%]	→	NIL

V) NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF THE COMPANY

[As per monetary terms]

Product Description	→	ALZOLE BOLUS
Item Code No.	→	30049085
Product Description		(Vaterinary medicinal formulation not for Human.)
Product Description	→	FIBRON SF POWDER
		30049011
Items Code No.	→	ANCHOR ISABGUL
		12119032

PROXY FORM

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

CIN: L99999GJ1994PLC022932

Name of the company: Unjha Formulations Limited

Registered office: Khali Char Rasta, State Highway, Khali, Sidhpur-384151, (N.G.), Dist. Patan

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of Unjha Formulations Limited holding shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him
2. Name:
Address:
E-mail Id:
Signature:, or failing him
3. Name:
Address: E-mail
Id:
Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fourth Annual general meeting of the company, to be held on the 28th day of August, 2018 At 10.30 A.M. at Khali Char Rasta, State Highway, Khali, Sidhpur-384151, (N.G.), Dist. Patan (place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution(s)	Vote(Optional See Note 2)	
		For	Against
Ordinary Business			
1	Consider and adopt the audited Balance Sheet as at 31 st March, 2018 and the Profit & Loss Account for the year ended on that date, together with the Reports of Directors and Auditors thereon.		
2	Appoint a Director in place of Smt. Jashodaben S. Patel, who retires by rotation and being eligible, offer herself for re-appointment		
Special Business			
3	Re-Appointment of Mrs. Krutiben Mayank Patel as an Executive Director of the Company for a period of three years with effect from 01.10.2018.		
4	Approval of related party transaction for the year 2018-19.		
5	Re-Appointment of Shri Chetankumar O. Thakker (holding DIN: 00277462) as an Independent Director of the Company for a second term of 5 (five) consecutive years which shall starts from the 1st April, 2018 to 31st March, 2023."		
6	Re-appointment of Shri Has Mukh S. Chavda (holding DIN: 02416004) as an Independent Director of the Company for a second term of 5 (five) consecutive years which shall starts from the 1st April, 2018 to 31st March, 2023."		

UNJHA FORMULATIONS LIMITED

Signed this..... day of..... 2018

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

UNJHA FORMULATIONS LIMITED

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Twenty Fourth Annual General Meeting- 28/08/2018

I hereby record my presence at the Twenty Fourth Annual General Meeting of the Company at the Registered Office of the Company situated at Khali Char Rasta, State Highway, Khali, Sidhpur-384151 (N. G.), Dist. Patan, at 10.30 A.M.

Full name of member (in BLOCK LETTERS) _____ Regd.
Folio No. / DPID/ClientID _____ No. Shares _____ held _____
Full Name of Proxy (in BLOCK LETTERS) _____
Member's / Proxy's Signature _____

Note: As a measure of economy, Members are requested to bring a copy of the Annual Report at the meeting hall.