

Company Information

Board of Directors & Key Managerial Personnel

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

Statutory Auditor

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

Internal Auditor

F. S. P. And Company
Chartered Accountant
B-10, Javed Park, Opp. Prachina
Society, Juhapura, Ahmedabad-55

Secretarial Audit

Vishakha Agrawal & Associates
Practising Company Secretaries

Banker & Financial Institutions

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

Registered Office

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

Share Transfer Agent

Bigshare Services Pvt. Ltd
A/802, Samudra complex,
Near Klassic Gold, Girish cold drink,
C.G Road, Ahmedabad, Gujrat
Website: www.bigshareonline.com
E-mail : bssahd1@bigshareonline.com

Contents

Shareholders Information

Notice of Annual General Meeting	3
Attendance Slip and Proxy Form	61
Route Map	64

Analysis & Statutory Reports

Boards' Report	12
Annexure's to Board Report	17
Management Discussion and Analysis Report	33
Report on Corporate Governance	34
Compliance Certificate	39
CFO Certificate	40

Financial Statement & Report

Independent Auditor's Report on Financial Statements	41
Balance Sheet	47
Profit and Loss Account	49
Cash Flow Statement	60
Notes on Financial Statement	50

Annual General Meeting

Day & Date	Saturday, September 29 th , 2018
Time	5:00 P.M.
Venue	472, Tajpur Road, Ahmedabad - Rajkot Highway, Changodhar, Ahmedabad, Gujarat 382213

UNICK FIX-A-FORM AND PRINTERS LIMITED**NOTICE**

Notice is hereby given that the 26th Annual General Meeting of the Members of Unick Fix-A-Form And Printers Limited will be held on Saturday, 29th September, 2018 at 05:00 p.m. at 472, Tajpur Road, Ahmedabad - Rajkot Highway, Changodhar, Ahmedabad, Gujarat 382213, to transact the following business:-

(1.) ADOPTION OF FINANCIAL STATEMENTS:-

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2018 including the Audited Balance Sheet as on 31st March, 2018, the Statement of profit and loss for the year ended on that date, the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.

(2.) RATIFICATION OF APPOINTMENT OF AUDITOR:-

To ratify the appointment of M/s A. A. Memon & Co. Chartered Accountants (Firm Registration No. 106346W), as Statutory Auditors of the Company, who have been appointed by the company in 25th Annual General Meeting for a period of 5 years from of that General Meeting till the conclusion of 30th Annual General Meeting, subject to ratification at every Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby appoint M/s A. A. Memon & Co. Chartered Accountants (Firm Registration No. 106346W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Thirty AGM of the Company on such remuneration plus service tax, as may be mutually agreed between the Board of Directors of the Company and the Auditor."

(3.) RE- APPOINTMENT OF DIRECTOR:-

To re-appoint Mr. Heman Navnit Vasa (DIN 00150717), who is whole-time director of the company and being eligible has offered himself for reappointment as the whole-time Director of the Company.

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

SPECIAL BUSINESS:-**(4.) RE-APPOINTMENT OF MR. BHUPEN NAVNIT VASA AS MANAGING DIRECTOR OF THE COMPANY:-**

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

"RESOLVED THAT pursuant to the provision of Section 196, 197, 198, and 203 and other applicable provisions if any, of the Companies Act 2013 ("the Act") as amended or re-enacted

from time to time, read with Schedule V to the Act and resolution passed in the meeting of Board of Directors of the Company duly held on 01st August 2018, the Company hereby approves the re-appointment and terms of remuneration of Mr. Bhupen Navnit Vasa (DIN 00150585) as the Managing Director of the company for a period of three years with effect from 01st October 2018 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial years during the tenure of his appointment) with the authority to the Board of Directors and Mr. Bhupen Navnit Vasa."

RESOLVED FURTHER THAT Mr. Priyank Vasa be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(5) REVISION IN TERMS REMUNERATION OF KEY MANAGERIAL REMUNERATION IN CASE OF INADEQUATE PROFIT:-

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

"RESOLVED THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013, (including any amendment/modification thereof) and subject to such other necessary approval(s), consent (s) or permission (s), as may be required, the Company hereby approves, the revision in the salary scale applicable to Mr. Bhupen Navnit Vasa, (DIN: 00495473), Managing Director of the Company, Mr. Heman Navnit Vasa (DIN: 00150717) whole-time director of the company and Mr. Priyank Vasa (DIN: 06928383) executive director of the company in case of absence of profits, during the period commencing from October 1, 2018 till as detailed in the statement forming part of this notice.

RESOLVED FURTHER that the recommendation and approval of managerial remuneration to be paid to Mr. Bhupen Navnit Vasa, (DIN: 00495473), Managing Director of the Company, Mr. Heman Navnit Vasa (DIN: 00150717) whole-time director of the company and Mr. Priyank Vasa (DIN: 06928383), by the Nomination and Remuneration Committee has been approved in the Meeting held on 01st August, 2018 be and is hereby approved and adopted and proposed for the approval of shareholders in the Annual General Meeting of the Company as per the notice of Annual General Meeting.

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

Date : 01.08.2018
Place : Ahmedabad

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

Sd/-
BHUPEN NAVNIT VASA
(Managing Director)
(DIN 00150585)

NOTES:

- a) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business under item no 4 as stated above in annexed hereto.
- b) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. The proxies should, however, be deposited at the registered office of the Company not later than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- c) In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- d) Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Meeting.
- e) The Register of Members and Transfer Books of the Company will be closed from Saturday, September 22, 2018 to Friday, September 28, 2018, both days inclusive.
- f) Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents Bigshare Services Private Limited. At A-802, Samudra Complex, off C G Road, Navrangpura, Near Girish Cold Drinks Ahmedabad 380009 India Contact No.:- +91- 079 40024135 Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.
- g) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company for assistance in this regard.
- h) Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.
- i) Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
- j) The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

- k) To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register the same with Depositories.
- l) In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (LODR) Regulation 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all the resolutions set forth in this Notice. Resolution(s) passed by Members through remote e-voting/ e-voting is deemed to have been passed as if they have been passed at the AGM.
- m) CS Vishakha Agrawal of Vishakha Agrawal & Associates, Practicing Company Secretaries (Membership No. 39298), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- n) The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be able to exercise their right at the meeting.
- o) The Members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- p) Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
- q) In case a Member is desirous of obtaining a duplicate Ballot Form, he may send an e-mail to csvishakhagrawal@gmail.com by mentioning their Folio / DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer, CS Vishakha Agrawal of Vishakha Agrawal & Associates, at 3rd Floor, 75A, Scheme No. 91, Malwa Mill Indore (M.P.) 9424501155 not later than 28th September, 2018, 6:00 p.m. ,Ballot Form received after this date will be treated as invalid.
- r) A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again.
- s) The chairman shall, at the general meeting at the end of discussion on the resolution on which voting is to be held, allow voting with assistance of scrutinizer, by use of ballot paper or by using an e-voting system for all the members who are present at the general meeting but have not cast their votes by availing the remote e-voting facilities.
- t) If a company opts to provide the same electronic system as used during the remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting by the member attending the meeting and who have not exercised their vote through remote e-voting.
- u) The Equity Shares of the Company are listed on following Stock Exchanges in India:
BOMBAY STOCK EXCHANGE LIMITED
25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001

Instructions for remote e-voting / e-voting are as under:**A. In case of members receiving e-mail:**

- (i) Log on to the e-voting website www.evotingindia.com.
- (ii) Click on “Shareholders” tab to cast your votes.
- (iii) Now, select the Electronic Voting Sequence Number - “EVSN” along with “Unick Fix-a-Form & Printers Limited” from the drop down menu and click on “SUBMIT”
- (iv) If you are holding shares in Demat form and have already voted earlier on www.evotingindia.com for a voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.

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

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in DD/MM/YYYY format.	

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting / e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For member’s holdings shares in physical form, the details can be used only for remote e-voting / e-voting on the resolutions contained in this Notice.
- (ix) Click on the relevant EVSN on which you choose to vote.
- (x) On the voting page, you will see Resolution Description and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- (xii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xv) Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xvi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and POA in favour of the Custodian who they have authorised to vote on their behalf, in PDF format in the system for the scrutinizer to verify the vote.

B. OTHER INSTRUCTIONS

- (i) **In case of members receiving the physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy:** Please follow all steps from sl. no. (i) to sl. no. (xvi) above, to cast vote.
- (ii) The voting period begins on **Wednesday, September 26th, 2018 (9.00 A.M.) and ends on Friday, September 28, 2018 (05:00 P.M)** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd September, 2018 , may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (iii) In case you have any queries or issues regarding remote e-voting / e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (iv) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.cdsl.com.
- (v) Members holding shares in physical or in Demat form as on Saturday, 22nd day of September, 2018, shall only be eligible for e-voting.
- (vi) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- (vii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd day of September, 2018

C. SCRUTINIZER REPORT

- (i) CS Vishakha Agrawal (CP No. 15088) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner.
- (ii) The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same
- (iii) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company within prescribed period.
- (iv) Regarding any grievance with respect to remote e-voting / e-voting, you may contact by email at bssahd3@bigshareonline.com Registrar and Transfer Agent at Bigshare Services Private Limited.

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

1.	Name of Director	Mr. Heman Navnit Vasa	Mr. Bhupen Navnit Vasa
2.	Date of Birth	20/07/1955	09/04/1950
3.	Date of Appointment	01/09/1994	01/09/1994
4.	Qualification	Bachelor of Science	Bachelor of commerce
5.	Expertise	rich experience of technical & management skills	Rich experience in the field of finance & purchase
6.	Other Directorship held excluding private companies as on 31 st March 2017	NIL	NIL
7.	Chairman/Member of the Committee of Board of the Directors of the Company	Member- Board Meeting	Member- Board Meeting

Date: 01.08.2018

By order of the Board of Directors

Place: Ahmedabad

For UNICK FIX-A-FORM & PRINTERS LTD

Sd/-
BHUPEN NAVNIT VASA
(Managing Director)
(DIN 00150585)

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

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 6 of the accompanying Notice:

1. ITEM NO. 4

The Board recommends the re-appointment of Managing Director for a period of three years commencing from October 1st 2018 subject to the approval of the shareholders in the ensuing Annual General Meeting.

During his tenure, he formulated and successfully executed the Company's Global Strategy and several key strategic transitions. Under his guidance, the Company has refined its corporate sustainability program to focus on education, environment and wellness.

The main terms of appointment of Mr. Bhupen Vasa have been detailed in Point no. 2 of the Explanatory Statement.

The monthly basic salary of Mr. Bhupen Vasa during his previous tenure amounted to Rs. 1,45,000/-. Taking into consideration his contributions and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors on 01st August 2018 decided to revise the salary scale applicable to Mr. Bhupen Vasa from Rs. 1,45,000/- to Rs. 2,00,000/- per month.

None of the Directors and key Managerial Personnel of the Company or their respective relatives except Mr. Bhupen Navnit Vasa to which the appointment relates, is concerned or interested in the resolution.

2. ITEM NO.5

At the Annual General Meeting of the Company held on September 30, 2015, the Members had approved the appointment and terms of remuneration of Mr. Bhupen Navnit Vasa (DIN:00150585) Managing Director (MD) for a period of three years commencing from October 1, 2015 and ending on September 30, 2018. The term of appointment expires on 30th September, 2018 and requires renewal.

The Board of Directors has re-appointed Mr. Bhupen Navnit Vasa as Managing Director for a further period of three years, with effect from October 01, 2018, subject to the approval of the Members. The Company has also received consent in writing from Mr. Bhupen Navnit Vasa to act as Director, in Form DIR-2 pursuant to Rule 8 of The Companies (Appointment & Qualification of Directors) Rules, 2014 and an intimation in Form DIR – 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In terms of the provisions of the Companies Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors of the Company in their meeting held on 01st August, 2018 recommended the appointment of Mr. Bhupen Navnit Vasa as Managing Director of the Company on the following terms and conditions: