

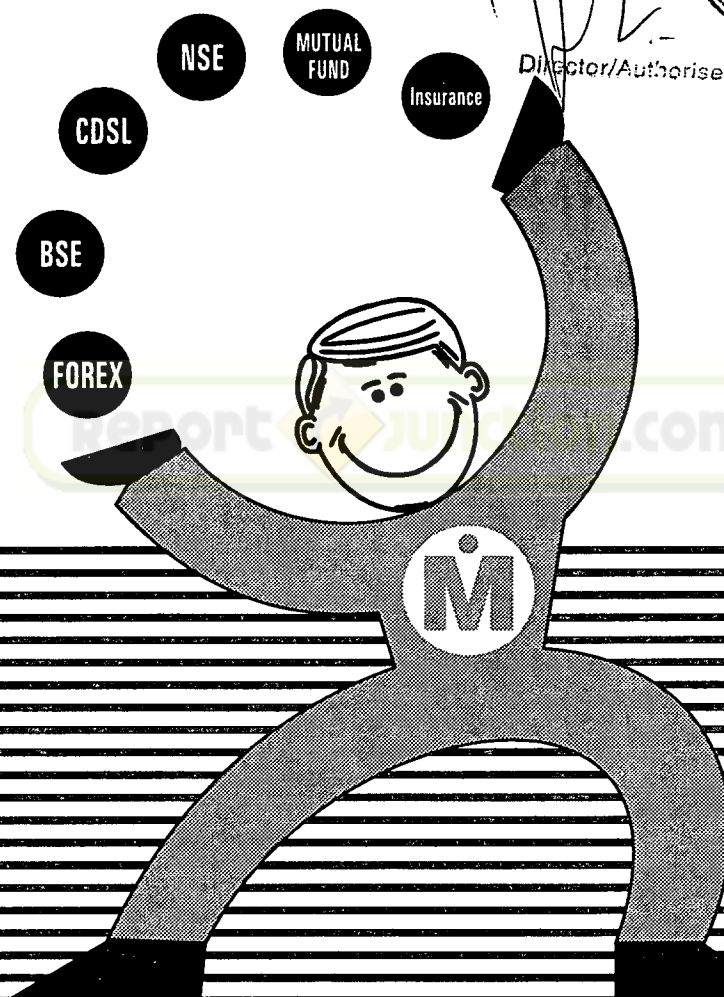
# ANNUAL REPORT

**YEAR : 2008-2009**

For M. B. PARIKH FINSTOCKS LIMITED



Director/Authorised Signatory



**M. B. PARIKH**  
**FINSTOCKS LIMITED**

## PERFORMANCE AT A GLANCE

	31.03.2009	31.03.2008	31.03.2007	31.03.2008	31.03.2005	31.03.2004	31.03.2003	31.03.2002	31.03.2001	31.03.2000	31.03.1999	31.03.1998	31.03.1997
Capital	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00
Net Worth	370.34	367.70	343.12	340.34	334.12	320.04	306.68	305.86	305.79	312.25	300.56	288.01	287.82
Net Fixed Assets	27.39	27.85	27.02	30.20	34.07	51.51	44.99	36.29	46.55	48.89	31.71	33.36	33.60
Investment & Stock In Trade	152.02	137.86	62.11	45.36	34.85	4.91	10.63	23.36	52.06	96.14	111.94	115.64	117.07
Total Income	52.52	72.38	46.78	60.15	85.08	78.95	48.18	34.45	46.77	56.13	52.21	34.25	47.96
Expenditure	35.51	33.91	36.29	43.50	67.78	64.64	22.52	27.44	43.72	34.27	30.87	27.58	47.96
Operating Profit (PBDT)	17.00	38.47	10.49	16.65	28.78	25.68	25.66	7.01	3.05	21.86	21.34	6.67	0.27
PBDT	11.70	30.57	6.89	13.16	25.60	23.20	16.31	5.73	-0.01	16.28	16.81	3.05	3.93
PBT	7.55	26.83	3.08	7.23	17.30	14.31	9.09	0.07	-4.02	11.69	12.55	-3.03	-8.30
PAT	2.64	24.59	2.77	6.23	14.07	13.35	4.59	0.07	-4.02	11.69	12.55	-3.03	-8.30
Book Value (Rs.)	12.34	12.25	11.40	11.34	11.14	10.67	10.22	10.19	10.19	10.41	10.02	9.60	9.59
E.P.S. (Rs.)	0.09	0.82	0.09	0.21	0.47	0.45	0.15			0.39	0.42		



# M. B. Parikh Finstocks Limited

## BOARD OF DIRECTORS

### PROMOTER DIRECTORS

Mr. Mahesh B. Parikh	Chairman
Mr. Digant M. Parikh	Managing Director
Mrs. Sudha P. Kapadia	Director

### INDEPENDENT / PROFESSIONAL DIRECTORS

Mr. T G Natarajan (A.C.A)	Director (Resigned w.e.f 29.4.09)
Mr. G.D. Rathi (F.C.A)	Director
Mr. Lalit Dalal (F.C.A)	Director
Mr. Jitendra M. Sharma (F.C.A)	Director (Appointment w.e.f 29.4.09)

### STATUTORY AND TAX AUDITORS

M/s. B.R. Pancholi & Co.  
11 Shree Ramway Plaza  
Khari Vav Road  
Dandia Bazar  
Vadodara – 390 001.

### INTERNAL AUDITORS

M/s. U S Tanwar & Co.  
35/36 Gajanan Building  
No. 9, Jawahar Nagar  
Goregaon (W)  
Mumbai – 400 062.

### COMPANY LAW CONSULTANT

Sanjay Dholakia & Associates  
209, Ground Floor, Raghuleela Mall  
Behind Poisar Bus Depot  
Kandivli, Mumbai – 400 067.

### REGISTRARS

Link Intime India Pvt. Ltd.  
C/13, Panna Lal Silk Mills Comp.,  
L. B. S. Marg, Bhandup(W),  
Mumbai -400 078.

### LEGAL ADVISORS/ ADVOCATES

Mr. Rohit Shetty	Mumbai
Mr. Anandvardhan Yagnik	Ahmedabad

### BANKERS TO THE COMPANY

HDFC BANK LTD.	IDBI BANK LTD.
KOTAK MAHINDRA BANK LTD.	VIJAYA BANK LTD.
YES BANK LTD.	SHAMRAO VITHAL CO-OP. BANK LTD.

### OFFICES

#### REGISTERED OFFICE

705, Galav Chambers,  
Sayajigunj  
Vadodara – 390 005.  
Tel. : (0265) 2362 909

#### CORPORATE OFFICE

Heena Shopping Arcade, 2<sup>nd</sup> Floor  
Office no. 9 & 10, S.V. Road  
Jogeshwari (W)  
Mumbai – 400 102.  
Tel. : 2679 0434/2103/2105  
Fax : 2679 0463  
EMAIL : mbpfin@bom5.vsnl.net.in



# M. B. Parikh Finstocks Limited

## NOTICE

Notice is hereby given that the **Fifteenth Annual General Meeting** of the Shareholders of **M.B. PARIKH FINSTOCKS LIMITED** will be held on Friday, 14<sup>th</sup> August 2009 at the registered office of the Company situated at 705, Galav Chambers, Sayajigunj, Vadodara, 390 005 at 12.30 p.m. to transact the following business:

### ORDINARY BUSINESS

- 1) To receive, consider, and adopt the Audited Balance Sheet as at 31st March, 2009 and the Audited Profit and Loss Account for the year ended 31st March, 2009 and the Report of the Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. Mahesh B Parikh who retires by rotation and being eligible offers himself for reappointment.
- 3) To appoint a Director in place of Mr. Govind D Rath, who retires by rotation and being eligible offers himself for reappointment.
- 4) To appoint Auditors of the Company and to fix their remuneration.

### SPECIAL BUSINESS :

- 5) To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution.

**RESOLVED THAT** Mr. Jitendra M Sharma, who was appointed as an Additional Director under Article 134 of Articles of Association of the Company and who by virtue of Section 260 of the Companies Act, 1956, holds office upto the date of this Annual General Meeting, but being eligible, offers himself for re-appointment and in respect of whom the Company has received Notice in writing under Section 257 of the Companies Act, 1956 from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation".

Dated : 13<sup>th</sup> May, 2009

Place : Mumbai

Registered Office:  
705, Galav Chambers,  
Sayajigunj,  
Vadodara-390 005.

By order of the Board of Directors

for **M.B. PARIKH FINSTOCKS LIMITED**

**DIGANT M. PARIKH**  
**MANAGING DIRECTOR**



## **M. B. Parikh Finstocks Limited**

### **NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The Proxy, in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Explanatory Statement pursuant to Section 173(2) of the Companies Act 1956 for item no. 5 of the Notice is attached and forms part of this Notice.
4. The Register of Members and Share Transfer Register of the Company will remain closed from **10<sup>th</sup> August 2009 to 14<sup>th</sup> August 2009** (both the days inclusive).
5. The members are requested to :
  - a) Intimate changes, if any, in their Registered address to the Company's Share Transfer Agent M/s. Link Intime India Pvt. Ltd.
  - b) Quote ledger folio numbers in all their correspondence.
  - c) Get the multiple folios consolidated and also get the shares transferred in joint names if they are held in single name to avoid inconvenience in future.
  - d) Bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting.
  - e) Write at least 10 days prior to the date of Meeting, any information which they desire on the accounts, to enable the management to keep the information ready.



## **M. B. Parikh Finstocks Limited**

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956**

#### **ITEM NO. 5**

Mr. Jitendra M Sharma was appointed as Additional Directors under Article 134 of the Articles of Association of the company w.e.f. 29.04.2009 pursuant to Section 260 of the Companies Act, 1956. As per the terms of appointment, his term as Director expires at the forthcoming Annual General Meeting. The company in turn has received notice from a member alongwith a deposit of Rs. 500/- in cash pursuant to Section 257 of the Companies Act, 1956 signifying his intention to appoint him as Director of the Company liable to retire by rotation. The Director recommend his appointment in the best interest of the company.

None of the Directors of the Company except Mr. Jitendra M Sharma may be considered to be interested in the passing of these resolutions.

Dated : 13<sup>th</sup> May, 2009

By order of the Board of Directors

Place : Mumbai

for **M.B. PARIKH FINSTOCKS LIMITED**

Registered Office:

705, Galav Chambers,

Sayajigunj,

Vadodara -390 005.

**DIGANT M. PARIKH**  
**MANAGING DIRECTOR**



# M. B. Parikh Finstocks Limited

## DIRECTORS' REPORT

To  
The Members,

Your Directors present herewith the Fifteenth Annual Report of your Company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2009.

### 1. FINANCIAL RESULTS

(Rs. in Lacs)

	Year Ended 31/03/2009	Year Ended 31/03/2008
Profit before Tax	7.55	26.83
Less : Provision for Taxation	4.93	2.71
Add : Prior period adjustment/deferred tax liability	0.02	0.46
Profit after Tax	2.64	24.58
Balance b/f	67.70	43.12
Balance carried to balance sheet	70.34	67.70

### 2. OPERATIONS / DIVIDEND

The year witnessed unprecedented global recession and downturn in capital market caused by a varieties of factors operating globally and cross border impact. As a result the company's activities also had snowballing adverse impact with brokerage income sliding down by 75% to Rs. 4.59 lacs. Investment and Stock-in-trade also suffered sizeable losses owing to drop in share prices. However, the market is now looking up with the induction of visibly stable government and effect of stimulus packages administered globally and domestically. This would give the company opportunity to exit. The Directors are happy to inform that despite the above non-favourable situation the company could keep its head above the water owing to interest earned on its bank deposits and consultancy income of about Rs. 41.25 lacs. Under the circumstances, it is not felt prudent to declare dividend.

### 3. DIRECTORS

Mr. Mahesh B. Parikh and Mr. Govind D Rathi, retires by rotation at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

During the year under review the Mr. T. G. Natrajan has resigned from the office as Director w.e.f. 29<sup>th</sup> April, 2009. The Board appreciates the services rendered by him during his tenure of office.

The Company appointed Mr. Jitendra M. Sharma as an Additional Director of the Company w.e.f. 29<sup>th</sup> April, 2009. As per his term of appointment his term expires at the forthcoming Annul General Meeting and in turn the Company has received the Notice in writing from a Member along with a fee of Rs.500/- signifying his intention to propose Mr. Jitendra M. Sharma as Director of the Company liable to retire by rotation. The Members are requested to appoint him in the interest of the Company. Mr. Jitendra M. Sharma is having a vast experience of over 10 years in the Finance,





# M. B. Parikh Finstocks Limited

Strategic Corporate Planning and Capital Market. His vast experience as Chartered Accountant and industries like shipping / pharmaceuticals and capital market would be of immense help to the company which is adding to its activities related business like CDSL membership and Foreign Currency Derivative (at NSE)

## 4. MEMBERSHIP OF CENTRAL DEPOSITORY SERVICES (INDIA) LTD.

As reported in the last Directors Report, the company secured CDSL Membership 15.10.2008. After completing necessary formalities and installation of required hardware / software as also engaging services of experienced personnel, the company formally launched CDSL membership w.e.f. 1.2.2009.

The Board of Directors has decided to provide services in this segment on a very competitive terms such as Nil fee for opening of account and attractive annual maintenance charges. The shareholders of the company are offered further 50% discount on AMC.

## 5. MANAGEMENT

As reported in the last Directors Report, the company has engaged Mrs. Aarti Naik having 6 years experience as Compliance Officer for CDSL activities.

## 6. MEMBERSHIP OF FOREIGN CURRENCY DERIVATIVES – NSE

The company has secured the Membership of derivative trading in Foreign Currency. With expanding international trade, foreign travel and scope to hedge against volatility in Foreign Currency Rupee parity, the company foresees good scope. However, this being a highly professionalized and to some extent technical, it is felt to secure services of experienced Forex trades and commence operations thereafter. We expect to commission activities during the year; at Co's Corporate Office at Jogeshwari (W), Mumbai

## 7. FIXED DEPOSITS

The Company has not accepted any deposits from the public.

## 8. PARTICULARS OF EMPLOYEES

Particulars of Employees as required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended is not given as there was no employee drawing the salary as per the limits mentioned in the said Section and Rules.

## 9. COMPLIANCE CERTIFICATE

In terms of subsection (1) of section 383A read with the Companies (Compliance Certificate) Rules, 2001, the Company has obtained the Compliance Certificate received from M/s. Sanjay Dholakia & Associates, Practising Company Secretary and is attached to this Report.





# M. B. Parikh Finstocks Limited

## 10. LISTING OF SHARES

The Company's shares are listed on Mumbai and Vadodara Stock Exchanges. The Company has already paid listing fees to them for the year 2008 – 2009.

## 11. INSURANCE

All the assets of the Company are adequately insured.

## 12. HUMAN RESOURCES

The relationship of your Company with its employees remained cordial throughout the year. The Company is paying full attention in the development of Human Resources at all levels by group discussions, job related training etc. The Company appreciates the value of maintaining high morale amongst its employees and has always endeavored to keep it at highest level.

## 13. CODE OF CONDUCT

The company has adopted the code of conduct as per revised Clause 49 of the Listing Agreement applicable to all the Directors and senior management personnel of the company. The company has received confirmation from all the Directors and senior management personnel of the company on the compliance of the said code of conduct.

## 14. DISCLOSURE U/S 274(1)(g)

None of the Directors of the Company are disqualified from being appointed as Directors as specified under Section 274(1)(g) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 2000.

## 15. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement Under Section 217 (2AA) of the Companies Act, 1956 with respect to the Directors Responsibilities Statement, it is hereby confirmed;

- i) That in the preparation of the Annual Accounts for the financial year 31<sup>st</sup> March, 2009, the applicable accounting standards have been followed alongwith proper explanation relating to material departures.
- ii) That the Directors have selected such accounting policies and applied them consistently and made judgment and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.



## **M. B. Parikh Finstocks Limited**

- iv) That the Directors have prepared the Accounts for the financial year ended 31<sup>st</sup> March, 2009 on a going concern basis.

### **16. CORPORATE GOVERNANCE**

As per the requirements of Listing Agreement with Stock Exchange, a report on Corporate Governance is made a part of the Annual Report.

### **17. AUDITORS**

M/s. B. R. Pancholi & Co., Chartered Accountants retire at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. You are requested to appoint them and fix their remuneration.

### **18. ACKNOWLEDGMENT**

The Board wishes to place on records its appreciation to all its bankers, shareholders, customers and employees for achieving these results.

By order of the Board,

For **M. B. PARIKH FINSTOCKS LIMITED**,

Dated : 13<sup>th</sup> May, 2009

Place : Mumbai

**MAHESH B. PARIKH**  
**CHAIRMAN**

Registered Office:  
705, Galav Chambers,  
Sayajigunj,  
Vadodara, 390 005.