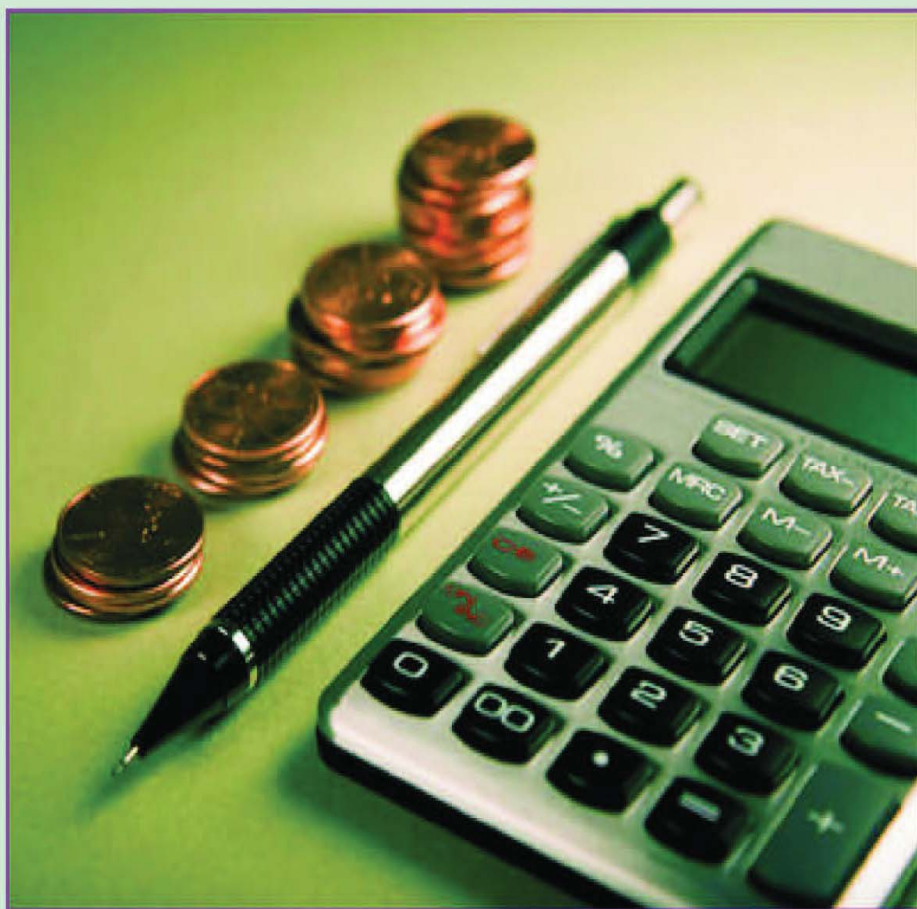




M. B. PARIKH FINSTOCKS LIMITED



22nd

ANNUAL REPORT

YEAR : 2015-16



M. B. PARIKH FINSTOCKS LIMITED

BOARD OF DIRECTORS

Mr. Mahesh Bhogilal Parikh (DIN 00212486)	Chairman & Managing Director
Mrs. Sudha Piyush Kapadia (DIN 00013846)	Director
Mrs. Monalisa Digant Parikh (DIN 00294485)	Director
Mr. Lalit Pravin Dalal (DIN 00013914)	Independent Director
Mr. Govinddas Ramkishan Rathi (DIN 00288705)	Independent Director
Mr. Jitendra Mahabirprasad Sharma (DIN 02640342)	Independent Director

BOARD COMMITTEES

Audit Committee	Nomination & Remuneration Committee	Stakeholders' Relationship Committee
Lalit Pravin Dalal, Chairman	Lalit Pravin Dalal, Chairman	Lalit Pravin Dalal, Chairman
Goviddas Ramkishan Rathi	Goviddas Ramkishan Rathi	Goviddas Ramkishan Rathi
Mahesh Bhogilal Parikh	Mahesh Bhogilal Parikh	Mahesh Bhogilal Parikh

KEY MANAGERIAL PERSONNEL / LEADERSHIP TEAM

Mr. Mahesh Bhogilal Parikh	Chairman & Managing Director
Mr. Imtiyazul Hasan	Chief Operating Officer
Mr. Santosh Patole	Chief Financial Officer
Ms. Mittal Gori	Company Secretary & Compliance Officer (Appointed w.e.f. 04 th March 2016)

AUDITOR

Statutory & Tax Auditors	Messrs B. R. Pancholi & Co.
Internal Compliances Auditors	Messrs Mehta Sanghvi & Associates

LEGAL ADVISORS / ADVOCATES

Mr. Anandvardhan Yagnik	Ahmedabad
Mr. Milan Bhatt	Ahmedabad
Mr. Jagdish Choksi	Vadodara

COMPANY LAW CONSULTANT

Messrs Sanjay Dholakia & Associates

REGISTRARS & SHARE TRANSFER AGENTS

Link Intime India Pvt. Ltd.

C/13, Panna Lal Silk Mills Comp., L.B.S. Marg, Bhandup (W), Mumbai 400078.

Tel No.022-25963838 Fax No.022-25946969

Email: Sujata.poojary@linkintime.co.in

OFFICES

REGISTERED OFFICE

705, Galav Chambers,
Sayajigunj,
Vadodara 390005.
Tel: (0265) 2362909
Website: www.mbpfin.com
CIN L65910GJ1994PLC021759

CORPORATE OFFICE

209/210, Heena Arcade,
2nd Floor, S.V. Road,
Jogeshwari (w)
Mumbai 400 102.
Tel: 26790434
FAX: 26790463
Email: mbpfin@vsnl.com



M. B. PARIKH FINSTOCKS LIMITED

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M. B. PARIKH FINSTOCKS LIMITED

NOTICE

NOTICE is hereby given that the **22nd Annual General Meeting** of the Shareholders of **M B PARIKH FINSTOCKS LIMITED (CIN:L65910GJ1994PLC021759)** will be held on Saturday 13th August 2016 at 12.30 P.M. at the Registered office of the Company at 705, Galav Chambers, Sayajigunj, Vadodara – 390 005 to transact the following business:

ORDINARY BUSINESS

- 1) To receive, consider, and adopt the Audited Financial Statements as at 31st March 2016 and Report of the Directors and the Auditors of the Company.
- 2) To appoint a Director in place of Mrs. Sudha Piyush Kapadia (DIN 00013846), who retires by rotation and being eligible offers herself for re-appointment.
- 3) To pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and The Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Messrs B.R. Pancholi & Co., Chartered Accountants, Vadodara having ICAI Firm Registration No. 107285W, who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby re-appointed as Statutory Auditors of the Company for the Company's financial year, 2016-17, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to service tax and



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reimbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

BY ORDER OF THE BOARD OF DIRECTORS
For **M B PARIKH FINSTOCKS LIMITED**

Mittal Gori
Company Secretary and Compliance Officer

Date: 23rd April 2016

Place : Mumbai

Registered Office:

705, Galav Chambers, Sayajigunj,

Vadodara – 390 005

CIN: L65910GJ1994PLC021759



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 THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The Register of member and the Share Transfer Books of the Company will remain closed from 6th August 2016 to 13th August, 2016 (both days inclusive).
3. Details under Regulation 36(3) of the SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015 ("Listing Regulations, 2015) with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.
4. Electronic copy of the 22nd Annual Report 2015-16, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 22nd Annual Report 2015-16, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the physical mode.
5. Members are requested to :-
 - i. Write to the Company at least 7 days before the date of the meeting, in case they desire any information as regards the Audited Accounts for the financial year ended 31st March 2016, so as to enable the Company to keep the information ready.
 - ii. Bring their copy of the Annual Report, Attendance slip and their photo identity proof at the Annual General Meeting.



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- iii. Intimate to the Registrar & Transfer Agent (R&TA) of the Company immediately, about any change in their address, where the shares are held in electronic form, such change is to be informed to the Depository Participant (DP) and not to the Company/R&TA.
 - iv. Quote Registered Folio no. or DPID/Client ID no. in all their correspondence.
 - v. Approach the R&TA of the Company for consolidation of folios.
 - vi. Avail of Nomination facility by filing in and forwarding the nomination form to the R&TA, if not already done.
 - vii. Send all share transfer lodgments (physical mode)/ correspondence to the R&TA of the Company, Link Intime India Pvt. Ltd., C/13, Panna Lal Silk Mills Comp., L. B. S. Marg, Bhandup(W), Mumbai -400 078 upto the date of book closure.
6. Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
 7. Map of the venue of the AGM is given at Sr. No. 19 of this Notice.
 8. The Company has listed its shares on the Bombay Stock Exchange Limited. The listing fees till date have been paid.
 9. All the documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 3:00 p.m. on all working days except Saturdays, Sundays and Public Holidays until the date of the Annual General Meeting or any adjournment(s) thereof.
 10. The Company is supporting "Green Initiative in Corporate Governance", a step taken by the Ministry of Corporate Affairs wherein the service of various documents including Notice, Directors' Report, Annual Accounts and various correspondences by a Company can be made through electronic mode which shall also be in compliance with the provisions of Section 20 of the Companies Act, 2013.

Supporting this initiative the Company sends its Annual Report to the members whose email ids are available in electronic form. To support this initiative in full measure, Members who have not registered their email address with the Depository through their concerned Depository Participants (DPs) are requested to register the same with their DPs. Members who hold shares in physical form are requested to register their email address with M/s. Link Intime India Pvt. Ltd. C/13, Panna Lal Silk Mills Comp., L. B. S. Marg, Bhandup(W), Mumbai -400 078.

In case you desire to receive the documents mentioned above in physical form or



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register or change your email address, you are requested to send an e-mail to mbpfin@vsnl.com.

11. In terms 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 Listing Regulations, the Company has made arrangement to its members to exercise their right to vote at Annual General Meeting by electronic means.
12. The members shall note that the facility for voting shall also be provided at the meeting through poll paper and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their voting rights at the meeting. If the members have already cast their vote by remote e-voting prior to the meeting they may attend the meeting but shall not be entitled to cast their vote again and his vote, if any, cast at the meeting shall be treated as invalid.
13. The voting period begins on Wednesday, 10th August 2016 at 9:00 a.m. and ends on Friday, 12th August 2016 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 6th August 2016 may cast their vote electronically. The e-voting module shall be disable by NSDL for voting thereafter.

Procedure for e-Voting through electronic means

1. For Members receiving e-mail on their registered email ids from NSDL:
 - a. Open the attached PDF file “e-Voting.pdf” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your “User ID” and “Password for e-voting”. Please note that the password is an initial password.
 - b. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
 - c. Click on “Shareholder - Login”.
 - d. Put User ID and password as initial password noted in step (1) above and Click Login.
 - e. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
 - f. Home page of “e-Voting” opens. Click on e-Voting: Active Voting Cycles.
 - g. Select “EVEN” of M B PARIKH FINSTOCKS LIMITED.



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- h. Members can cast their vote online from 9.00 am on Wednesday, 10th August 2016 upto 5.00 pm on Friday, 12th August 2016.
 - i. E-Voting shall not be allowed beyond 5.00 pm on Friday, 12th August 2016.
 - j. Now you are ready for “e-Voting” as “Cast Vote” page opens.
 - k. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm”, when prompted. Kindly note that vote once casted cannot be modified.
 - l. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail sanjayrd65@yahoo.com with a copy marked to evoting@nsdl.co.in.
2. For Members whose e-mail address is not registered with the Company/Depository Participants(s) or requesting physical copy:
 - a. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
EVEN (e-voting Event Number) USER ID PASSWORD/PIN
 - b. Please follow all steps from Sl. No. 13 (b) to Sl. No. (k) above, to cast vote.
 - c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - d. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - e. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - f. 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 6th August 2016.
 - g. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 6th August 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.



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However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- h. A member may participate in the AGM even after exercising his right to vote through e-voting but shall not be allowed to vote again at the AGM.
 - i. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
14. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 6th August 2016.
15. The Company has appointed Mr. Sanjay Dholakia, Practising Company Secretary FCS 2655 and CP 1798 as the Scrutinizer to count the votes casted in favour or against the resolutions proposed from item No. 1 to 3 of the Notice as mentioned hereinabove and to comply with the provisions of Section 108 of the Companies Act, 2013.
16. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
17. The Scrutinizer shall, after the conclusion of voting at the annual general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through ballot paper in the presence of at least two witnesses, not in the employment of the Company, and shall make, not later than three days of the conclusion of the AGM, 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 and declare the result of the voting forthwith.
18. The Results declared, along with the report of the Scrutinizer, shall be placed on the website of the Company i.e. www.mbpfin.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.