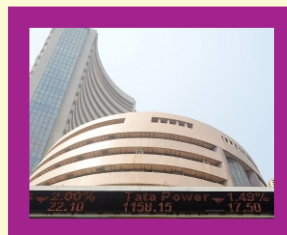




M. B. PARIKH FINSTOCKS LIMITED



**2017
-
2018**

**24th
ANNUAL REPORT**



M. B. PARIKH FINSTOCKS LIMITED

BOARD OF DIRECTORS

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

* Demised on 07.05.2018

** Resigned w.e.f. 29.04.2017

BOARD COMMITTEES

Audit Committee

Lalit Pravin Dalal, *Chairman*
Govinddas Ramkishan Rathi
#Mahesh Bhogilal Parikh
##Jitendra Mahabirprasad Sharma

Nomination & Remuneration Committee

Lalit Pravin Dalal *Chairman*
Govinddas Ramkishan Rathi
Mahesh Bhogilal Parikh
Jitendra Mahabirprasad Sharma

Stakeholders' Relationship Committee

Lalit Pravin Dalal *Chairman*
Govinddas Ramkishan Rathi
Mahesh Bhogilal Parikh
Jitendra Mahabirprasad Sharma

Demised on 07.05.2018

Appointed w.e.f. 26.05.2018

KEY MANAGERIAL PERSONNEL/ LEADERSHIP TEAM

Mahesh Bhogilal Parikh (Demised on 07.05.2018)
Monalisa Digant Parikh (Appointed on 26.05.2018)
Imityazul Hasan (Demised on 28.03.2018)
Santosh Shrikrishna Patole (Resigned on 31.05.2017)
Lakshmi V Iyer (Appointed on 31.05.2017)
Mittal Gori

Chairman & Managing Director
Chairperson & Managing Director
Chief Operating Officer
Chief Financial Officer
Chief Financial Officer
Company Secretary & Compliance Officer

AUDITOR

Statutory & Tax Auditors
Internal Auditors

Messrs A Yadav & Associates, Chartered Accountants
Messrs U S Tanwar & Co., Chartered Accountants

LEGAL ADVISORS/ ADVOCATES

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

Ahmedabad
Ahmedabad
Vadodra

SECRETARIAL AUDITOR

Messrs Sanjay Dholakia & Associates

REGISTRARS & SHARE TRANSFER AGENTS

Link Intime India Pvt. Ltd.

C 101,247 Park, L. B. S. Marg, Vikhroli (W), Mumbai -400 083

Tel.No.: 022-49186000 Fax No. : 022-49186060

Email – prachi.babadi@linkintime.co.in

OFFICES

REGISTERED OFFICE

705, Galav Chambers,
Sayajigunj,
Vadodara – 390 005
Tel.: (0265) 2362 909
Website – www.mbpfin.com
CIN - L65910GJ1994PLC021759

CORPORATE OFFICE

209/210, Heena Arcade
S.V. Road, Jogeshwari (W),
Mumbai – 400 102
Tel. : 2679 0434
Fax: 2679 0463
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 24th Annual General Meeting of the Shareholders of **M B PARIKH FINSTOCKS LIMITED** (CIN:L65910GJ1994PLC021759) will be held on Saturday 21st July 2018 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 2018 and Report of the Directors and the Auditors of the Company.
- 2) To appoint a Director in place of Mrs. Monalisa Digant Parikh (DIN 00294485), 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) and pursuant to the recommendations of Audit Committee to appoint M/s. A Yadav & Associates, Chartered Accountants, Vadodra having ICAI Firm Registration No. 129725W who offered themselves for re-appointment. M/s. A Yadav & Associates 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 appointed as Statutory Auditors of the Company's financial year, 2018-2019, 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 re-imbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

SPECIAL BUSINESS:

- 4) To approve payment of remuneration to Mrs. Monalisa Parikh (Din: 00294485) and in this regard, to consider and if thought fit, to pass the following resolution



M. B. PARIKH FINSTOCKS LIMITED

as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as 'the Act') and in accordance with the Articles of Association of the Company, subject to approval by the shareholders of the Company be and is hereby accorded to the appointment of Mrs. Monalisa Parikh (Din: 00294485) as the Managing Director of the Company w.e.f. 26th May 2018 for a period of 3 years, to an amount not exceeding 2,00,000/- per month and such other perquisites and subject to compliance of Section 152(6) of the Companies Act, 2013 on such terms and conditions as mentioned in the draft appointment letter to be issued by Company, the draft of which be and is hereby submitted to this meeting duly initialled by the Chairman for the purpose of identification, which draft appointment letter is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to "the Board" which term shall be deemed to include the Nomination & Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration and/or appointment letter subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time or any amendments there to as may be agreed to between the Board of Directors and Mrs. Monalisa Parikh (Din: 00294485).

"RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of her tenure, the Company has no profits or its profits are inadequate, remuneration by way of salary and perquisites shall not exceed the aggregate of the remuneration as provided in Section II of Part II of Schedule V of the Companies Act, 2013.

"RESOLVED FURTHER THAT that the Board of Directors be and is hereby authorised to take such steps as may be necessary, proper or expedient to give effect to such



M. B. PARIKH FINSTOCKS LIMITED

resolution.”

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

Mittal Gori
Company Secretary and Compliance Officer

Date: 26th May 2018

Place : Mumbai

Registered Office:

at 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 14th July 2018 to 21st July 2018 (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 24th Annual Report 2017-18, 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 24th Annual Report 2017-18, 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 :-



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- 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 2018, 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.
 - 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 DP ID/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 lodgements (physical mode)/ correspondence to the R&TA of the Company, Link Intime India Pvt. Ltd., C 101, 247 Park, L. B. S. Marg, Vikhroli (W), Mumbai -400 083 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 the end of the Annual Report.
 8. The Company has listed its shares on the BSE Limited. The listing fees till date have been paid.



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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 101,247 Park, L. B. S. Marg, Vikhroli (W), Mumbai -400 083.

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



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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, 18th July 2018 at 9:00 a.m. and ends on Friday, 20th July 2018 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 14th July 2018 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

Procedure for e-Voting through electronic means

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.