

NOTICE is hereby given that the 25th Annual General Meeting of the Shareholders of **M B PARIKH FINSTOCKS LIMITED** (CIN:L65910GJ1994PLC021759) will be held on Saturday 07th September, 2019 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 2019 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, Vadodara 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, 2019-2024, 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 applicable GST and re-imbursement of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company."

SPECIAL BUSINESS:

4) Re-appointment of Mr. Govind Rathi (DIN: 00288705) as Independent Director of the Company.



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

"RESOLVED THATpursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), hereby approves the re-appointment of **Mr. Govind Rathi (DIN: 00288705)**, as an Independent Director for the period of five years with effect from April 1st, 2019 and who holds office up to March 31, 2024 and being eligible and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, 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 on the Board of the Company w.e.f. April 01st, 2019."

5) Re-appointment of Mr. Jitendra Sharma (DIN: 02640342)as Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), hereby approves the re-appointment of Mr. Jitendra Sharma (DIN: 02640342) as an Independent Director for the period of five years with effect from April 1st, 2019 and who holds office up to March 31, 2024 and being eligible and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, 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 on the Board of the Company w.e.f. April



01st, 2019."

6) Re-appointment of Mr. Lalit Dalal (DIN: 00013914) as Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), hereby approves the re-appointment of Mr. Lalit Dalal (DIN: 00013914) as an Independent Director for the period of five years with effect from April 1st, 2019 and who holds office up to March 31, 2024 and being eligible and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, 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 on the Board of the Company w.e.f. April 01st, 2019."

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

Monalisa Digant Parikh

Chairperson & Managing Director

Din: 00294485

Date: 25th May 2019

Place: Mumbai

Registered Office:

at 705, Galav Chambers, Sayajigunj,

Vadodara – 390 005

CIN: L65910GJ1994PLC021759



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 3rd September, 2019 to 7th September 2019 (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 25th Annual Report 2018-19, 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 25th Annual Report 2018-19, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the physical mode.

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M. B. PARIKH FINSTOCKS LIMITED

- 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 2019, 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.
- 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 corporate@mbpfin.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, 04thSeptember 2019 at 9:00 a.m. and ends on Friday, 6th September 2019 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 31st August 2019 may cast their vote electronically. The e-voting module shall be disable 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.



4. Your User ID details are given below:

Manner of holding shares i.e. Demat	Your User ID is:
(NSDL or CDSL) or Physical	
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12******.
b) For Members who holdshares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************ then your user ID is 12************************************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the



company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.



- 2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- 3. Select "EVEN" of company for which you wish to cast your vote.
- 4. Now you are ready for e-Voting as the Voting page opens.
- 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjayrd65@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to



reset the password.

- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- 4. 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 30th August 2019.
- 5. 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 6 of the Notice as mentioned hereinabove and to comply with the provisions of Section 108 of the Companies Act, 2013.
- 6. 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.
- 7. 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 two 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.
- 8. 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.

9. Map of venue of AGM:



10. A brief resume of Directors proposed to be appointed/re-appointed at this Annual General Meeting pursuant to Regulation 36(3) of the SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015 ("Listing Regulations, 2015) is as follows:

Name	Monalisa Digant	Govind Das	Lalit Pravin Dalal	Jitendra Mahabirprasad
	Parikh	Rathi		Sharma
Date of Birth	28/08/1973	02/03/1955	18/02/1956	13/06/1969
Qualification	Diploma in Medical	Chartered	Chartered	Chartered
	Laboratory Technology	Accountants	Accountants	Accountants
Nature of Expertise	Business Women	Practicing	Practicing Charatered	Employment in Industry
		Charatered	Accountant	
		Accountant		
Experience	6 Years Experience	10 years+	35 years experience	Over 20 years of
	in Share Business	experience in		experience in Corporate
		Running a		Finance, MIS, Treasury,
		Business		Mergers & Acquisition
Name of other	Akansha	Akansha		
Public Companies	Consultancy	Consultancy		
in which holds	Services Ltd.	Services Ltd.		
Directorship				
Name of other	As Director			
Companies in	Parikh Shares and			
Committees of	Stocks Pvt. Ltd.			
which holds				
Membership/				
Chairmanship				
Shareholding in M	8.27%	NIL	NIL	NIL
B Parikh Finstocks				
Limited				



EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

That following explanatory statement sets out the material facts Relating mentioned hereunder.

ITEM NOS. 4, 5 & 6.

Mr. Govind Rathi (DIN: 00288705), Mr. Lalit Dalal (DIN: 00013914) &Mr. Jitendra Sharma (DIN: 0002640243) are re-appointed as Independent Directors on the Board of the Company pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force). Mr. Govind Rathi, Mr. Lalit Dalal & Mr. Jitendra Sharma hold office as Independent Director of the Company up to March 31st, 2024 and not liable to retire by rotation.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended reappointment of Mr. Govind Rathi, Mr. Lalit Dalal & Mr. Jitendra Sharma as Independent Directors, for a second term of 5 (five) consecutive years on the Board of the Company.

Mr. Govind Rathi, Mr. Lalit Dalal & Mr. Jitendra Sharma are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

The Company has also received declarations from Mr. Govind Rathi, Mr. Lalit Dalal & Mr. Jitendra Sharma that they meet with the criteria of independence as prescribed.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested in the above resolutions except Mr. Govind Rathi, Mr. Lalit Dalal & Mr. Jitendra Sharma.



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

Monalisa Digant Parikh

Chairperson & Managing Director

Din: 00294485

Date: 25th May 2019

Place: Mumbai

Regd Office:

705, Galav Chambers, Sayajigunj, Vadodara – 390 005

CIN: L65910GJ1994PLC021759



Regd. Office: 705, Galav Chambers, Sayajigunj, Vadodara – 390 005 CIN: L65910GJ1994PLC021759

Tel.: (0265) 2362 909 Fax: 2679 0463 Email: corporate@mbpfin.com

10111 (0200) 2002 y	0) 1 ax. 2079 0403 Email: corporate@moprim.com	
ATTENDANCE SLIP		
Sr. No.:		
Folio No./DP ID/Client ID No.		
Name and Address of the		
Member(s)		
(in Block Letters)		
Joint Holders		
No. of Shares Held		
the 07thSeptember, 2019 at 12.30 p Chambers, Sayajigunj, Vadodara – Signature of Shareholder		
orginature of ortaremoraer		
NOTE: You are requested to sign a	and handover this slip at the entrance of the meeting venue.	



CIN

Name

of

the

M. B. PARIKH FINSTOCKS LIMITED

Form No. MGT-11 Proxy form

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

M B PARIKH FINSTOCKS LIMITED

L65910GJ1994PLC021759

company				
Registered o	office	705, Galav Chambers, Sayajigunj, Vadodara – 390 005		
Name of	f the			
member (s)				
Registered a	nddress			
E-mail Id				
Folio No/ Cl	lient Id		DP ID	
appoint	he member	(s) of	shares of the at	oove named company/ hereb
Name				
Address				
E-mail			Signature	
Id				
OR FAILING	HIM			
Name				
Address				
E-mail			Signature	
Id				
OR FAILING	HIM			
Name				
Address				
E-mail			Signature	
Id				



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25thAnnual General Meeting to be held on 07th September, 2019at 705, Galav Chambers, Sayajigunj, Vadodara – 390 005 at 12.30 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below

Resolution No.: RESOLUTIONS	For	Α	gainst	
1. Adoption of Financial Statements for the year ended 31st				
March 2019.				
2. Appointment of Director in place of Mrs. Monalisa Digant				
Parikh (DIN 00294485), who retires by rotation and being				
eligible offers herself for re-appointment.				
3.Appointment of M/s. A Yadav & Associates, Chartered				
Accountants, Vadodra having ICAI Firm Registration No.				
129725W for the financial year 2019-2024, & fix their				
remuneration.				
4. Special Resolution Under section 149 and 152 of Companies				
Act, 2013 to Re-appoint Mr.Govind Rathi (DIN: 00288705) as				
Independent Director of the Company.				
5. Special Resolution Under section 149 and 152 of Companies				
Act, 2013 to Re-appoint Mr.Jitendra Sharma (DIN: 02640342)				
as Independent Director of the Company				
6. Special Resolution Under section 149 and 152 of Companies				
Act, 2013 to Re-appoint Mr.Lalit Dalal (DIN: 00013914) as				
Independent Director of the Company				
Signed this day of 2019				
		A CC:		
Signature of Shareholder:/		Affix		
Signature of Proxy holder(s):		Rever		
		Stamp	9	
	,	ı		

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.



ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	User ID	Password