



B. R. Pancholi & Co.

CHARTERED ACCOUNTANTS

CA Bhupendra Pancholi
CA Ritu Pancholi

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF M B PARIKH FINSTOCKS LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of M B PARIKH FINSTOCKS LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



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An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
 - e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.



For B R PANCHOLI & CO.
Chartered Accountants
Firm's Registration No. 107285W

A handwritten signature in blue ink, appearing to read "Bhupendra Pancholi", written over a horizontal line.

Bhupendra Pancholi
Partner
Membership No. 041254

Place: Mumbai
Date: 29/04/2017

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements'
of our report of even date)**

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of M B Parikh Finstocks Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



For B R PANCHOLI & CO.
Chartered Accountants
Firm's Registration No. 107285W


Bhupendra Pancholi

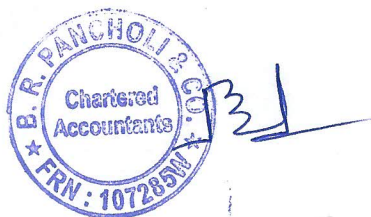
Partner
Membership No. 041254

Place: Mumbai
Date: 29/04/2017

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- (ii) The Company is a service company, a member of National stock exchange Ltd., primarily rendering stock broking services. Accordingly, the nature of business of the Company does not require it to have any inventory hence reporting under clause (ii) of the CARO 2016 is not applicable.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year.
- (vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) of CARO 2016 is not applicable.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Income-tax, Service Tax and other material statutory dues applicable to it to the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Income-tax, Service Tax and other material statutory dues in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.
 - (c) There are no dues of Income-tax and Service Tax as on March 31, 2017 on account of disputes.



- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The Company has not issued any debentures.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.
- (xvii) The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. These are in accordance with the Books of accounts maintained by the company.

For B R Pancholi & Co
Chartered Accountants
Firm's Registration No. 107285W



A handwritten signature in blue ink, appearing to read "Bhupendra Pancholi".

Bhupendra Pancholi
Partner
Membership No. 041254

Place: Mumbai



M.B.PARIKH FINSTOCKS LTD.

CIN: L65910GJ1994PLC021759

Regd. Office : 705, Galav Chambers, Sayajigunj, Vadodara 390005.

Corp. Office : 9/10, Heena Arcade, 2nd Flr., S.V. Rd., Jogeshwari(w), Mumbai - 400 102.

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2017 (Audited)	31.12.2016 (Unaudited)	31.03.2016 (Audited)	31.03.2017 (Audited)	31.03.2016 (Audited)
I	Revenue from Operations	20.99	6.57	33.83	95.88	104.69
II	Other Income	0.00	0.00	0.00	0.00	0.00
III	Total Revenue (I+II)	20.99	6.57	33.83	95.88	104.69
IV	Expenses:					
a	Employees benefit Expense	9.51	7.44	6.88	28.26	21.93
b	Depreciation & Amortization Expense	3.44	1.41	1.65	7.66	6.4
c	Other Expenses	16.33	2.99	38.72	44.39	59.67
d	Finance Cost	0.12	0.68	0.24	1.02	0.93
	Total Expenses	29.4	12.52	47.49	81.33	88.93
V	Profit before exceptional and extraordinary items and tax (III-IV)	-8.41	-5.95	-13.66	14.55	15.76
VI	Exceptional items	0.00	0.00	0.00	0.00	0.00
VII	Profit before extraordinary items and tax (V-VI)	-8.41	-5.95	-13.66	14.55	15.76
VIII	Extraordinary items	0.00	0.00	0.00	0.00	0.00
IX	Profit before tax (VII-VIII)	-8.41	-5.95	-13.66	14.55	15.76
X	Tax Expenses	2.34	0.00	1.48	2.34	2.32
XI	Profit (Loss) for the period from continuing operations (VII - VIII)	-10.75	-5.95	-15.14	12.21	13.44
XII	Profit (Loss) for the period from discontinuing operations	0.00	0.00	0.00	0.00	0.00
XIII	Tax Expense of discontinuing operation	0.00	0.00	0.00	0.00	0.00
XIV	Profit (Loss) from discontinuing operations (after tax) (XII-XIII)	0.00	0.00	0.00	0.00	0.00
XV	Profit (Loss) for the period (XI+XIV)	-10.75	-5.95	-15.14	12.21	13.44
XVI	Earning per equity share:					
	1 Basic	0.04	0.00	0.00	0.04	0.04
	2 Diluted	0.04	0.00	0.00	0.04	0.04

NOTE :

1. The above Financial Results have been reviewed by the Audit Committee and approved by the Board at its meeting held on April 29,2017
2. Previous years/quarter figures have been regrouped and rearranged where necessary.
3. Audited Statement of of Assets and Liabilities forms part of the notes.

Date : 29.04.2017
Place : Mumbai



By order of the Board

M. Parikh
Mahesh Bhogilal Parikh
Chairman/Managing Director
DIN 00212486



M.B.PARIKH FINSTOCKS LTD.
CIN: L65910GJ1994PLC021759

Regd. Office : 705, Galav Chambers, Sayajigunj, Vadodara 390005.
Corp. Office : 9/10, Heena Arcade, 2nd Flr., S.V. Rd., Jogeshwari(w), Mumbai - 400 102.

STATEMENT OF ASSEST & LIABILITIES FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

SI NO	Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
A	EQUITY AND LIABILITIES		
1	Shareholders Funds		
	(a) Share Capital	300.00	300.00
	(b) Reserves and surplus	92.60	80.11
2	Non Current liabilities		
	(a) Long Term Borrowings	3.20	3.30
	(b) Deffered Tax Liabilities	0.00	1.15
3	Current Liabilities		
	(a) Short term Brrowings	0.00	0.00
	(b) Other Current Liabilities	27.54	52.37
	(c) Short term Provisions	6.59	4.44
	TOTAL EQUITY AND LIABILITIES	429.93	441.37
B	ASSETS		
1	Non Current Assets		
	(a) Fixed Assets	101.50	23.74
	(b) Non Current Investments	27.48	0.90
	(c) Deffered Tax assets(net)	0.00	0.00
	(d) Long Term loan advances	60.00	61.11
	(e) Other Non Current Assets	0.00	0.00
2	Current Assets		
	(a) Current Investments	17.40	65.01
	(b) Cash & Bank Balances	206.35	207.82
	(c) Short Term loans & advances	0.03	68.29
	(d) Other Current Assets	17.17	14.50
	TOTAL ASSETS	429.93	441.37

Date : 29.04.2017
Place : Mumbai



By order of the Board


Mahesh Bhogilal Parikh
Chairman/Managing Director
DIN 00212486



**M. B. PARIKH
FINSTOCKS
LIMITED**

Regd Office : 705, Galav Chambers, Sayajiganj,
Vadodara-390 005. • Tel. (0265) 236 2909

CIN No L65910GJ1994PLC021759

To,
The Deputy Manager
Corporate Relations Department,
BSE Limited
P.J.Towers, Dalal Street,
Mumbai 400001

Dear Sir,

Ref No: - Company Code No. - 526935

Sub: Declaration pursuant to Regulation 33 (3)(d) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016

DECLARATION

I, Mahesh Parikh (DIN: 00212486), Managing Director of M B Parikh Finstocks Limited (having its registered office at 705 Galav Chambers Sayajiganj Baroda 390005, hereby declare that, the Statutory Auditors of the Company, M/s. B. R. Pancholi & Co., Chartered Accountants (FRN: 107285W) have issued an Audit Report with unmodified opinion on Standalone audited financial results for the quarter & year ended 31st March 2017.

This declaration is issued in compliance of Regulation 33(3)(d) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016 as amended by the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016 vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated 25.05.2016.

Yours faithfully,
For M B Parikh Finstocks Limited

Mahesh Parikh
Managing Director
DIN: 00212486

Address: 601/602, Phalguni, Sarojini Road, North Avenue,
Santacruz (W) Mumbai 400054



Date: 29th April 2017
Place: Mumbai