

# **GARBI FINVEST LIMITED**

(formerly Golden Properties & Traders Ltd.)

**CIN: L65100MH1982PLC295894**

Regd. Office: 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093

E-mail: rupesh\_markvision@yahoo.co.in; Website: www.gptl.in

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## **NOTICE**

**NOTICE** is hereby given that 35<sup>th</sup> Annual General Meeting of the members of the company will be held on Saturday, the 23<sup>rd</sup> day of September, 2017 at 11:00 AM at 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093 to transact with or without modification(s), as may be permissible, the following businesses:

### **AS ORDINARY BUSINESS**

#### **Item No.1 – Adoption of Financial Statements**

To receive, consider and adopt the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2017 together with the report of the Directors' and Auditors' thereon.

#### **Item No.2 – Appointment of director in place of retiring director**

To consider re-appointment of Mr. Kripa Shankar Mahawar (DIN: 001158668), who retires by rotation, and being eligible, offer himself for re-appointment.

#### **Item No.3 – Appointment of Statutory Auditor of the company**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution.

**RESOLVED THAT** pursuant to the provisions of section 139 and 141 of the Companies Act, 2013 M/s S. Ramanand Aiyar & Co., Chartered Accountants (FRN: 000990N), be and are hereby appointed as Statutory Auditors of the Company for a term of 1 (one) year to hold office from the conclusion of this Annual General Meeting until the conclusion of the 36th Annual General Meeting to be held in the year 2018 and in this regard the Board of Directors of the company be and are hereby authorized to fix their remuneration plus travelling and other out of pocket expenses incurred by them in connection with statutory audit and also such other remuneration, as may be decided to be paid by the Board of Directors or Committee of the Board of Directors, for performing duties other than those referred to herein above.

### **AS SPECIAL BUSINESS.**

#### **Item No. 4 – Ratification of appointment of Mr. Rupesh Kumar Pandey as Managing Director of the company**

**“RESOLVED THAT** pursuant to the provisions of section 196 read with section 203(1) of the Companies Act, 2013 and subject to the conditions prescribed under section 197 read with Schedule V of the Companies Act, 2013, the approval of members of the company be and is hereby accorded for the appointment of Mr. Rupesh Kumar Pandey as Managing Director of the Company for a term of 5 (Five) years from April 28, 2017 to April 27, 2022 at such terms, conditions, remuneration etc. as prescribed in the appointment letter issued to him.”

**Item No. 5 – Ratification of appointment of Mr. Hetal Vasant Hakani (DIN: 06878540) as Independent Director**

“RESOLVED THAT pursuant to the provisions of section 149(4),152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 (the act) and upon receiving the requisite declaration of non-disqualification for being appointed as a Director as required under section 164(2) of the act and declaration of independence in accordance with the provisions of section 149(6) of the act, the appointment of Mr. Hetal Vasant Hakani (DIN:06878540) as Independent Director on the Board of the Company for such period, terms, conditions, remuneration etc. as decided by the Board.”

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies, in order to be valid and effective, must be delivered at the registered/ corporate office of the company not later than forty-eight hours before the commencement of the meeting.
3. Pursuant to provisions of section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Only bonafide members of the company whose names appear on the register of members/ proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The register of member and share transfer register of the company will remain closed from September 18, 2017 to September 23, 2017 (both days inclusive).
8. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Niche Technologies Pvt. Ltd. or the Secretarial Department of the company immediately.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the company. The Nomination Form SH-13 prescribed by the government can be obtained from M/s. Niche Technologies Pvt. Ltd. or the Secretarial Department of the company at its registered office.
10. Pursuant to section 101 and section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the company or with the depository. Members who have not registered their e-mail address with

the company are requested to submit their request with their valid e-mail address to M/s. Niche Technologies Pvt. Ltd. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly. Members of the company, who have registered their email address, are entitled to receive such communication in physical form upon request.

11. Explanatory Statement pursuant to section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting has been enclosed herewith.
12. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
13. Details of Directors seeking appointment/ re-appointment at the Annual General Meeting of the company to be held on September 23, 2017 and are provided in **Annexure A** of this Notice.

**14. VOTING THROUGH ELECTRONIC MEANS.**

In compliance with provisions of section 108 of the Companies Act, 2013 read with 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the

AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

**The process and manner for remote e-voting are as under.**

- (i) The remote e-voting period commences on September 20, 2017 (10:00 AM) and ends on September 22, 2017 (05:00 PM). During this period members of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 16, 2017 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number

registered with the Company, excluding the special characters.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account with the

	depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> <li>• Please Enter the DOB or Bank Account Number in order to Login.</li> <li>• If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction ( iv ).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection Screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-

- voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **GARBI FINVEST LTD** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
15. Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized

signatory(ies) who are authorized to vote through e-mail at sr\_associates17@rediffmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before September 22, 2017 upto 05:00 P.M. without which the vote shall not be treated as valid.

16. 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 of September 16, 2017.

17. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/ depositories as at closing hours of business, on August 18, 2017.

18. The shareholders shall have one vote per equity share held by them as on the cut-off date of September 16, 2017. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.

19. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 16, 2017 and not casting their vote

electronically, may only cast their vote at the Annual General Meeting.

20. Investors, who became members of the company subsequent to the dispatch of the Notice/ Email and hold the shares as on the cut-off date i.e. September 16, 2017 are requested to send the written / email communication to the company at rupesh\_markvision@yahoo.co.in by mentioning their Folio No./ DP ID and Client ID to obtain the Login-ID and Password for e-voting.

21. Ms. Geeta Roy Chowdhury, Partner of M/s S.R. & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the chairman of the company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

22. The Results declared along with the Scrutinizer's Report shall be communicated to the stock exchanges i.e. BSE Ltd & The Calcutta Stock Exchange Ltd.

**Date. August 08, 2017**

**Place. Mumbai**

**By order of the Board**

**Sd/-**

**Richa Agarwalla**

**Company Secretary**

**EXPLANATORY STATEMENT**

(Pursuant to section 102 of the Companies Act, 2013)

**Item No. 4 – Ratification of appointment of Mr. Rupesh Kumar Pandey (DIN: 000150561) as Managing Director of the company**

The Board, appointed Mr. Rupesh Kumar Pandey as Managing Director of the Company for a term of 5 (Five) years from April 28, 2017 to April 27, 2022, pursuant to the provisions of section 196 read with section 203(1) of the Companies Act, 2013.

**I. General Information.**

Sl. No	Particulars	Details																
1	Nature of Industry	The Company has been carrying on the business of Non Banking Financial Activities.  In order to reach out to a wider horizon in the market and make a mark amongst other competitors, the Company got its shares listed on Bombay Stock Exchange effective from 14 <sup>th</sup> December, 2015.																
2	Date of commencement of commercial business	The company is in business from the year 1982.																
3	Financial performance based on given indicators:  <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Year</th> <th>Turnover</th> <th>Net Profit/ (Loss)</th> <th>Amount of Dividend declared</th> </tr> </thead> <tbody> <tr> <td>2016-17</td> <td>56.27</td> <td>6.08</td> <td>NIL</td> </tr> <tr> <td>2015-16</td> <td>60.58</td> <td>9.77</td> <td>NIL</td> </tr> <tr> <td>2014-15</td> <td>29.45</td> <td>2.53</td> <td>NIL</td> </tr> </tbody> </table>	Year	Turnover	Net Profit/ (Loss)	Amount of Dividend declared	2016-17	56.27	6.08	NIL	2015-16	60.58	9.77	NIL	2014-15	29.45	2.53	NIL	(Rs. In lacs)
Year	Turnover	Net Profit/ (Loss)	Amount of Dividend declared															
2016-17	56.27	6.08	NIL															
2015-16	60.58	9.77	NIL															
2014-15	29.45	2.53	NIL															
4	Foreign investments or collaborations, if any	NIL																

**II. Information about the Managing Director.**

Sl. No	Particulars	Details
1	Back ground details	He has acquired rich and vast experience in the arena of managerial, finance and marketing activities. He has held position as Executive and/ or Non-executive Director in various Companies since 2005.

2	Past remuneration	Mr. Rupesh Kumar Pandey did not draw any remuneration from the Company in the past.
3	Recognition or awards	-
4	Job profile and his suitability	Mr. Rupesh Kumar Pandey has served the Board of various Non Banking Financial Companies both in executive and non executive role.  He is serving the company in the capacity of non executive director since October 12, 2010.
5	Proposed remuneration	It was proposed to pay consolidated remuneration of Rs. 80,000/- (Rupees Eighty Thousand Only) per month.
6	Comparative remuneration profile with respect to industry, size of the company , profile of the position and person ( in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed to be paid to Mr. Rupesh Kumar Pandey is in line with remuneration of Managing Director of other companies in the industry, keeping in view his job profile, the size of operations and complexity of business of the company.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Rupesh Kumar Pandey does not have any pecuniary relationship directly or indirectly with the Company or its Managerial Personnel, other than drawing his remuneration in the capacity of Managing Director
8	Shareholding in the company	100 equity shares

**III. Other information.**

Sl. No	Particulars	Details
1	Reason for loss or inadequate profits	The company is proposing and taking up several expansion and developments plans in order to achieve the requisite proceeds.
2	Steps taken or proposed to be taken for improvement	The company has focused on management orientation and high degree of independence of the business for achieving its growth objectives. Other than Mr. Rupesh Kumar Pandey all other members of the Board are non-executive directors.



3	Expected increase in productivity and profits in measurable terms	<p>For a large and diverse country like India, ensuring financial access to fuel growth and entrepreneurship is a critical priority. Banking penetration continues to be low, and even as the coverage is sought to be aggressively increased through programs like the Pradhan Mantri Jan Dhan Yojana, the quality of coverage and ability to access comprehensive financial services for households as well as small businesses is still far from satisfactory.</p> <p>In this scenario, the Non-Banking Finance Companies (NBFC) sector has scripted a story that is remarkable. It speaks to the truly diverse and entrepreneurial spirit of India. From large infrastructure financing to small microfinance, the sector has innovated over time and found ways to address the debt requirements of every segment of the economy. To its credit, the industry has also responded positively to regulatory efforts to better understand risks and to address such risks through regulations. Over time, the sector has evolved from being fragmented and informally governed to being well regulated and in many instances, adopted best practices in technology, innovation and risk management as well as governance.</p>
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Accordingly, the Board recommends the Item No. 4, in relation to ratification of appointment of Mr. Rupesh Kumar Pandey as Managing Director, for approval by shareholders of the Company.

All documents concerning this item are available for inspection at the Registered Office of the Company from 11:00 A.M. to 1:00 P.M. on all working days till the date of the forthcoming Annual General Meeting of shareholders.

**Memorandum of Interest:**

Except Mr. Rupesh Kumar Pandey, no other Directors and the Key Managerial Personnel of the company including their relatives are concerned or interested in aforesaid resolution.

**Item No. 5 – Ratification of appointment of Mr. Hetal Vasant Hakani (DIN: 06878540) as Independent Director**

The Board appointed Mr. Hetal Vasant Hakani as Independent Director of the Company with effect from April 28, 2017, pursuant to section 149(6) & 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) of the Companies Act, 2013. The Board has received the consent and requisite declaration from his side that he fulfills the criteria of independence as stipulated under section 149(6) of the Companies Act, 2013.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Independent Director of the company.

Accordingly, the Board recommends the Item No. 5, in relation to appointment of Mr. Hetal Vasant Hakani as Independent Director, for the approval by the shareholders of the Company.

All documents concerning this item are available for inspection at the Registered Office of the Company from 11 A.M. to 1 P.M. on all working days till the date of the forthcoming Annual General Meeting of shareholders.

Except Mr. Hetal Vasant Hakani, none of the Directors of the Company is in any way concerned or interested in the said agenda.

**Date: August 08, 2017**

**Place: Mumbai**

**By order of the Board**

**Sd/-**

**Richa Agarwalla**

**Company Secretary**

**Annexure – A**

(annexure to Item no. 2 & 5 of the Notice )

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Directors proposed to be appointed/ re-appointed.

**2. Mr. Kripa Shankar Mahawar**

<b>Name of the Director</b>	<b>Kripa Shankar Mahawar</b>
<b>Age</b>	51 Years
<b>Date of Appointment on Board</b>	October 12, 2011
<b>Qualification</b>	Graduate
<b>Experience in the industry</b>	6 Years
<b>Brief Resume</b>	Vast Experienced in the area of Managerial, finance and marketing activities. Mr. Kripa Shankar Mahawar is serving as Director on the Board of various companies since 2003.
<b>Terms &amp; conditions of appointment or re-appointment</b>	He is retiring director of the company in the ensuing Annual General Meeting and is being proposed to be re-appointed as such.
<b>Number of meetings of the board attended during the year</b>	11 (eleven)
<b>Other directorships</b>	Debarpan Estates Private Limited Arsuday Builders Private Limited Arsuday Resorts Private Limited Jagmaya Projects Private Limited Kirsten Tieup Pvt Ltd Dulcet Merchant Private Limited Pradhan Dealers Private Limited Omatic Vyapaar Pvt Ltd Annpurna Dealer Private Limited Sosha Credit Pvt. Ltd. Debarpan Projects Private Limited Arsuday Projects & Infrastructure Private Limited Kirat Solutions Private Limited Galaxy Tiles Private Limited Galaxy Marbles Junction Private Limited
<b>Chairmanship/ membership of committees of other Boards</b>	-
<b>Relationship with other directors, manger and other Key Managerial Personnel of the company</b>	None

Shareholding in the Company	200 equity shares
Remuneration	NIL
Past Remuneration drawn	NIL

**5. Mr. Hetal Vasant Hakani**

Name of the Director	<b>Hetal Vasant Hakani</b>
Age	46 Years
Date of Appointment on Board	April 28, 2017
Qualification	Graduate
Experience in the industry	3 Years
Terms & conditions of appointment or re-appointment	She has been appointed as an Independent Director on the Board of the company for a term of 5 (five) years w.e.f. April 28, 2017.
Number of meetings of the board attended during the year	NIL
Other directorships	Provogue (India) Limited Hagwood Commercial Developers Private Limited Empire Mall Private Limited Alliance Mall Developers Co Private Limited
Chairmanship/ membership of committees of other Boards	NIL
Relationship with other directors, manger and other Key Managerial Personnel of the company	None
Shareholding in the Company	NIL
Remuneration	NIL
Past Remuneration drawn	NIL

By order of the Board

Date: August 08, 2017

Place: Mumbai

Sd/-

**Richa Agarwalla**

Company Secretary

**GARBI FINVEST LIMITED**

(formerly Golden Properties & Traders Ltd.)

CIN: L65100MH1982PLC295894

Regd. Office: 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093

E-mail: rupesh\_markvision@yahoo.co.in; Website: www.gptl.in

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**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

(Annual General Meeting – Saturday, 23rd day of September, 2017)

I/We hereby record my/our presence at the 35<sup>th</sup> Annual General Meeting of the Company at 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093, on Saturday, 23rd day of September, 2017 at 11:00 AM.

Full Name of the member (in BLOCK LETTERS): \_\_\_\_\_

Folio No. \_\_\_\_\_, DP ID No. \_\_\_\_\_, Client ID No. \_\_\_\_\_

Full Name of Proxy (in BLOCK LETTERS): \_\_\_\_\_

Member/ Proxy(s) Signature: \_\_\_\_\_

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(Please cut here and bring the Attendance Slip duly Signed, to the meeting and hand it over the entrance.

Duplicate slips will not be issued at the venue of the meeting.

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**PROXY FORM**

(35<sup>th</sup> Annual General Meeting – Saturday, 23rd day of September, 2017)

CIN : L65100MH1982PLC295894  
Name of the Company : GARBI FINVEST LIMITED (formerly Golden Properties & Traders Ltd)  
Regd Office : 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Chakala, Andheri (East),  
Mumbai Maharashtra 400093  
Name of the member(s) :  
Registered Address :  
E-mail ID :  
Folio No. /DP Client ID :

I/We, being the member(s) of ..... shares of the above Company, hereby appoint

1. Name..... Address.....  
E-mail id..... Signature..... or filing him
2. Name..... Address.....  
E-mail id..... Signature..... or filing him

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 35<sup>th</sup> AGM of the Company, to be held on Saturday, 23rd day of September, 2017 at 11:00 AM at 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Sl. No.	Resolution	For	Against
<b>Ordinary Business</b>			
1.	Adoption of Financial Statements for the period ended March 31, 2017		
2.	Appointment of Director in place of retiring Director, Mr. Kripa Shankar Mahawar		
3.	Appointment of M/s S. Ramanand Aiyar & Co., Chartered Accountants (FRN: 000990N) as Statutory Auditor of the company		
<b>Special Business</b>			
1.	Ratification of appointment of Mr. Rupesh Kumar Pandey as Managing Director		
2.	Ratification of appointment of Mr. Hetal Vasant Hakani as Independent Director		

Signed this.....day of .....2017

Affix  
Revenue  
Stamp

.....  
Signature of the member

.....  
Signature of proxy

*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.*

**GARBI FINVEST LIMITED**

(formerly **Golden Properties & Traders Ltd.**)

**CIN: L65100MH1982PLC295894**

Regd. Office: 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093

E-mail: rupesh\_markvision@yahoo.co.in; Website: www.gptl.in

(Annexure to the Notice for the 35<sup>th</sup> Annual General Meeting of the company  
to be held on 23rd day of September, 2017)

1. Name & Registered Address of Sole/First named Member :
2. Joint Holders Name (If any) :
3. Folio No. / DP ID & Client ID :
4. No. of Equity Shares Held :

Dear Shareholder,

**Subject: Process and manner for availing E-voting facility.**

Pursuant to Provisions of Section 108 of the Companies Act, 2013, 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 SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Saturday, the 23rd day of September, 2017 at 11:00 AM at 08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
170821060		

The E-voting facility will be available during the following voting period.

Remote e-Voting Start On	Remote e-Voting End On
20th September, 2017 at 10:00 A.M. (IST)	22nd September, 2017 at 5:00 P.M. (IST)

Please read the instructions mentioned in Point No.14 of the Notice before exercising you vote.

Date. August 08, 2017

Place. Mumbai

By order of the Board

Sd/-

Richa Agarwalla

Company Secretary

08, Rayfreda, 2nd Floor, Opp. H.P.Petrol Pump, Andheri (East) Mumbai Maharashtra 400093

