



TOKYO
FINANCE LIMITED

Monday, September 04, 2017

To,
Bombay Stock Exchange Ltd
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort, Mumbai- 400001
(Scrip Code No: 531644)

Sub: Notice of 23rd Annual General Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 read with schedule III and other applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we wish to intimate that the 23rd Annual General Meeting of the Company has been scheduled to be held on Thursday, 28th September, 2017 at 05.00 p.m. at Hotel Sovereign, Sea Face Road, Daman – 396 210 (U.T.), to transact the business as enumerated in the attached Notice, which is dispatched to the shareholders.

Thanking You,

For Tokyo Finance Limited

Haresh V. Shah
Haresh V. Shah
Director
DIN: 00008339



NOTICE

Notice is hereby given that the Twenty Third Annual General Meeting of the shareholders of Tokyo Finance Limited (CIN-L65923DD1994PLC009783) will be held at Hotel Sovereign, Sea Face Road, Daman – 396 210 (U.T.) on September 28, 2017 at 05.00 p.m. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statement for the year ended 31st March, 2017 and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Hareesh V. Shah Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint statutory Auditor of the Company

“RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. Vinodchandra R Shah & Co, Chartered Accountant, (Firm Registration No. 115394W) be and is hereby appointed as the Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the conclusion of 28th Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, at a remuneration to be decided by the Board of Directors.

IMPORTANT NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**
 - a. A proxy form duly completed and stamped must reach the registered office of the Company not less than 48 hours before the commencement of the aforesaid meeting.
 - b. A person can act as a proxy on behalf of Members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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 members and the share transfer books of the company will remain closed from 21st September, 2017 to 28th September, 2017 (both days inclusive).
3. Members are requested to notify the change in address or bank details or to update their e-mail Id. The said information should be submitted to the Company’s Registrar and Share Transfer Agent, Sharex Dynamic (India) Pvt. Ltd., Unit 1, Luthra Industrial Premises, 1st Floor, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai - 400072. Phone No. 28515606 / 28515644. Website: www.sharexindia.com, email ID: sharexindia@vsnl.com if the shares are held in physical form and to the concerned Depository Participants (‘DP’), if the shares are held in electronic form.

TOKYO FINANCE LIMITED

4. The Annual Report 2016-17 as circulated to the members of the Company is also available on the website of the Company www.tokyofinance.in.
5. Members desirous of obtaining any information concerning the accounts of the Company are requested to send their queries to the Company at least seven days before the date of the Meeting. Replies will be provided only at the meeting.
6. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.

7. Voting through electronic means:

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 as substituted by The Companies (Management and Administration) Amendment Rules, 2015 & Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is offering remote e-voting facility to the members to enable them to cast their votes electronically from a place other than the venue of the AGM ('remote e-voting') provided by Central Depository Services Limited ('CDSL').

Facility of voting through Ballot Paper shall be made available at the AGM. Members attending the AGM, who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM.

Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

The procedure/ instructions for e-voting are as under:

- (i) The voting period begins on Monday, 25th September, 2017 at 9.00 a.m. (IST) and ends on Wednesday, 27th September, 2017 at 5.00 p.m. (IST). The e-voting module shall be disabled by CDSL for voting there after.
- (ii) The shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September, 2017 may cast their vote through e-voting or voting at the AGM.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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.</p> <p>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 RA 00000001 in the PAN field.</p>
Dividend Bank Details OR DOB	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for Tokyo Finance Limited on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.

TOKYO FINANCE LIMITED

- (xix) Note for Non – Individual Shareholders and Custodians :
- Non - Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to tohelpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user 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 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.
- (xx) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxi) General:
- a. The voting rights of shareholders shall be in proportion to their shares of the paid-up Equity Share Capital of the Company as of the cut-off date.
 - b. A person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. 21st September, 2017 may obtain the Login ID and Password by sending a request at sharexindia@vsnl.com.
 - c. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
 - d. Mr. Virendra Bhatt, Practicing Company Secretary (ACS No. 1157, CPNo. 124) has been appointed as Scrutinizer to scrutinize the remote e-voting process and voting at the venue of AGM in a fair and transparent manner.
 - e. The Scrutinizer, after scrutinizing the votes cast through e-voting and Ballot Paper, not later than 48 hours from the conclusion of the AGM, make a scrutinizer’s report and submit the same to the Chairman or any Director authorized by the Board.
 - f. Results will be uploaded on the Company’s website and on the website of CDSL www.evotingindia.com and the same shall also be communicated to BSE.
 - g. The Results on resolutions will be deemed to be passed on the AGM date subject to receipt of requisite number of votes in favour of the resolutions.

ANNUAL REPORT 2016 - 2017

8. The details of Director seeking re-appointment at the forthcoming Annual General Meeting (pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India, are furnished below:

Name	Mr. Haresh Velji Shah
Date of Birth	16/08/1974
Date of Appointment	01/07/1996
Qualifications	Graduate in Plastic Industry
Expertise in specific functional areas	21 Years of experience in Plastic Industry
Directorship in other Public Limited Companies	Tokyo Plast International Limited Tokyo Constructions Limited Tokyo Exim Limited
Membership of Committees in another Public Limited Companies	Stakeholders Relationship Committee & CSR Committee of Tokyo Plast International Limited.
Number of Shares held in the Company	39100

For And On Behalf of the Board of Directors

Place : Mumbai
Date : 30th May, 2017

Velji L. Shah
Chairman & Managing Director
DIN: 00007239

Registered Office :

Plot No.363/1(1,2,3)
Shree Ganesh Industrial Estate,
Kachigaum Road, Daman
Daman and Diu - 396 210

TOKYO FINANCE LIMITED

CIN: L65923DD1994PLC009783

Regd office: 363/1(1,2,3), Shree Ganesh Industrial Estate, Kachigam Road, Daman, Daman & Diu - 396210

Email: info.tokyofinance@gmail.com; Website: www.tokyofinance.in

Form 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]

Name of the members(s)		E-mail Id:	
Registered Address:		Folio No./* Client Id:	
		* DP Id:	

I/ We being the member of, holding..... shares, hereby appoint :

- 1) _____ of _____ having E-Mail ID _____ or failing him
- 2) _____ of _____ having E-Mail ID _____ or failing him
- 3) _____ of _____ having E-Mail ID _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 23rd Annual General Meeting of members of the Company, to be held on Thursday, 28th September, 2017 at Hotel Sovereign, Sea Face Road, Daman – 396 210 (U.T.) on September 28, 2017 at 05.00 p.m, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution
1. Consider and adopt the Statement of Profit and Loss Account for the financial year ended March 31, 2017 and the Report on Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Haresh V. Shah, who retires by rotation and, being eligible, offers himself for re-appointment
3. Appointment of Auditor and fixing their remuneration

Signed this ____ day of ____ 2017

Signature of Shareholder

Rupee 1
Revenue
Stamp

Signature of First Proxy Holder

Signature of Second Proxy Holder

Signature of Third Proxy Holder

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.

✂ ----- ✂

TOKYO FINANCE LIMITED

CIN: L65923DD1994PLC009783

Regd office: 363/1(1,2,3), Shree Ganesh Industrial Estate, Kachigam Road, Daman, Daman & Diu - 396210

Email: info.tokyofinance@gmail.com; Website: www.tokyofinance.in

ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL
Joint shareholders may obtain additional Slip at the venue of the meeting.

DP ID* _____ Client ID* _____

Folio No. _____ No. of Shares held _____

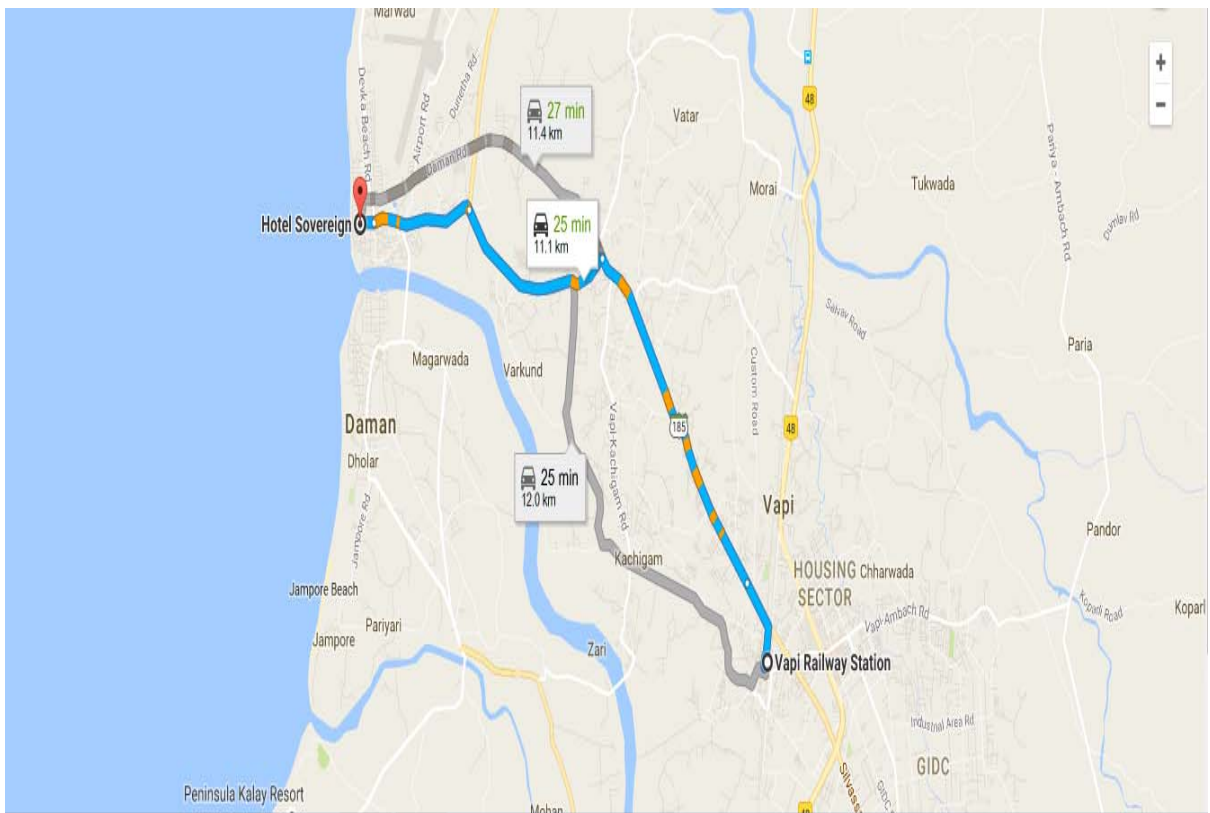
Name and Address of the shareholder: _____

I hereby record my presence at the Twenty Third Annual General Meeting of the Company, to be held on Thursday, 28th September, 2017 at Hotel Sovereign, Sea Face Road, Daman – 396 210 (U.T.)

* Applicable to shareholders holding shares in electronic form

Signature of Shareholder/Proxy

ROUTE MAP



Venue

Hotel Sovereign
Sea Face Road,
Daman-396210 (U.T.)