

**CONFIDENCE TRADING
COMPANY LIMITED**

**30th ANNUAL REPORT
2010-11**

30th ANNUAL REPORT

BOARD OF DIRECTORS

Mr. Manoj Naginlal Jain	-	<i>Additional Director</i>
Mr. Lalitkumar Roshanlal Maroo	-	<i>Additional Director</i>
Mr. A. R. Coutinho	-	<i>Additional Director</i>

AUDITORS:

M/S. NARENDRA BHANDARI & CO.
CHARTERED ACCOUNTANTS
120-121, MANAS BHAWAN, 1ST FLOOR, R.N.T. MARG,
INDORE – 452 001.

REGISTERED OFFICE:

2C, RAM MANSION, 367, PANTHEON
ROAD, EGMORE, CHENNAI : 600 008.

REGISTAR & TRANSFER AGENT:

PURVA SHAREREGISTRY (INDIA) PVT. LTD.
9, SHIV SHAKTI INDUSTRIAL ESTATE,
J.R. BORICHA MARG, LOWER PAREL (E),
MUMBAI – 400 011.

NOTICE

Notice is hereby given that the **30TH** Annual General Meeting of the Members of **CONFIDENCE TRADING COMPANY LIMITED** will be held on **11th August, 2011 on Thursday at 3:30 P.M** at the Registered Office at 2C, Ram Mansion, 367, Pantheon Road, Egmore, Chennai : 600008, to transact the following business.

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet as at 31st March 2011, the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Lalit Kumar Maroo, who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare 10% dividend for the year ended March 31, 2011.

SPECIAL BUSINESS :

4. To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Mr. Lalit Kumar Maroo, who was appointed as an Additional Director pursuant to Section 260 of the Companies Act, 1956, and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 257 of the Companies Act, 1956, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

5. To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Mr. Manoj Jain, who was appointed as an Additional Director pursuant to Section 260 of the Companies Act, 1956, and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 257 of the Companies Act, 1956, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

6. To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Mr. A.R. Coutinho , who was appointed as an Additional Director pursuant to Section 260 of the Companies Act, 1956, and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 257 of the Companies Act, 1956, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

7. To consider, and if thought fit, to pass with or without modifications, the following Resolution as an Special Resolution:

“RESOLVED THAT in accordance with the recommendations of the Board of Directors and all applicable provisions of the companies Act, 1956, (Including any amendment thereto or re-enactment thereof for the time being in force) and the enabling provisions of the Articles of Association of the company and subject to the guidelines issued by the Securities and Exchange Board of India (SEBI) in this behalf and subject to such approvals, permissions and sanctions as may be necessary from appropriate authorities or bodies and subject to such conditions as may be prescribed by any of them while granting such approvals, consents, permissions and sanctions while the Board of Directors of the company or any committee thereof (herein after referred to as “the Board”) be and hereby authorized to accept, the Board be and is hereby authorized to issue and allot not exceeding 2,00,000 Equity shares (hereinafter referred

to as "Bonus Shares") of Rs. 10/- each credited as fully paid-up, in the proportion of 4 (Four) new Equity shares for every existing 1(one) Equity shares outstanding as per the paid up share capital of the company as on the date to be hereafter fixed by the Board (hereafter referred to as "Record Date") and that the corresponding amount arising out of the issue of the bonus shares be capitalized and transferred from the amount standing to the credit of "General Reserve" and /or other free reserves forming part of "Reserve and surplus" in the books of the company as on 31st March, 2011 to the share capital amount and that the said new equity shares in the proportion aforesaid be allotted as fully paid bonus shares to the members whose name appear on the Register of Members of the company or as beneficial owner(s) of shares in the records of the Depositories appointed by the company as on the record date and upon the footing that such members become entitled thereto, for all purposes, as capital and not as income.

"RESOVLED FURTHER THAT the bonus shares shall be allotted subject to the Memorandum and Articles of Association of the company and shall in all respects rank pari pasu with the existing fully paid-up Equity shares of the company with a right to participate in full the dividend to be declared for the financial year in which the Bonus shares are allotted."

"RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus shares but in the case of shareholders who opt to receive the bonus shares in dematerialized form, the Bonus shares shall be credited to the respective beneficiary accountants of the shareholders with their respective depository participants within the stipulated time as may be allowed by the concerned authorities and in the case of shareholders who opt to receive the Bonus shares in physical form, the share certificate in respect thereof shall be delivered within such time as may be prescribed."

"RESOLVED FURTHER THAT the issue and allotment of fully paid equity share as Bonus shares to the extent they relate to non residents shall be subject to approval of Reserve Bank of India as may be required under Foreign Exchange Management Act, 1999 (Including any statutory modification of enactment thereof for the time being in force)

"RESOLVED FURTHER THAT the fractions, if any, arising out of the issue of Bonus Shares be rounded off to the nearest integer"

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any doubt or difficulties, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary expedient, usual or proper and to settle any question or doubt that may arise in relation thereto or as the Board in its absolute discretion may think fit and its decision shall be final and binding on all members and other interested persons"

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary or desirable to give effect to this Resolution"

8. To consider, and if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Sections 224, 225 and other applicable provisions, if any, of the Companies Act, 1956, of M/s. Suresh Anchaliya & Co, Chartered Accountants be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, in place of M/s. Narendra Bhandari & Co., Chartered Accountants to examine and audit the accounts of the Company for the financial year 2011-2012, at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

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

"RESOLVED THAT pursuant to the provisions of Section 94(1)(a), 97 and other applicable provisions, if any, of the Companies Act, 1956, the Authorised Share Capital of the Company be and is hereby increased from Rs. 5,00,000/- (Rupees Five Lakhs Only) divided into 50,000 (Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores and Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

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RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association with respect to capital clause be and is hereby deleted and in its place the following Clause V be substituted:

'V. A The Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores and Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.'

B Paid up Capital of the Company shall be minimum of Rs. 5,00,000 (Rupees Five lakhs only).

RESOLVED FURTHER THAT Mr Manoj Jain Director of the Company and / or any one authorized on his behalf be and are hereby severally authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the Registrar of Companies, Mumbai in order to give effect to the above resolution.

RESOLVED FURTHER THAT the existing Clause 3 of the Articles of Association with respect to capital clause be and is hereby deleted and in its place the following Clause 3 be substituted:

3 The Authorised Share Capital of the Company is as much as mentioned in the Memorandum of Association of the Company. The Company shall have power to increase consolidate, sub divide, reduce or otherwise alter its share capital, subject to the provisions of the Act.

10. To consider and, if thought fit, to pass with or without modification(S), the following resolution as a Special Resolution:

"Resolved that in accordance with the provisions of section 81, 81(1A) and other applicable provisions if any of the Companies act, 1956 and in accordance with the existing guidelines issued by the Securities and Exchange Board of India (SEBI) and subject to all necessary approvals, consents, permissions and / or sanctions of the Government of India, Reserve Bank of India, Foreign Investment Promotion Board, Secretarial of Industrial Approvals under the Foreign Exchange Management Act, 1999 (including any statutory modification or reenactment thereof, for the time being in force) and other applicable laws, and enabling provisions in the Memorandum and Articles of association of the company and the listing agreements entered into by the company with the stock exchange where the shares of the company are listed and subject to such terms and conditions as may be determined by the board of directors of the company (herein after referred to as "The Board" which expression shall include a committee, constituted for the time being in force, thereof) and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions or sanctions and agreed to by the Board, the consent and approval of the company be and is hereby accorded to Board and the Board be and is hereby authorised to offer, issue and allot on preferential basis, up to 1,00,00,000 (One Crore) Equity Shares of Face Value of Rs. 10/- each at a premium of Rs. 5/- per share aggregating to Rs.15,00,00,000/- (Rupees Fifteen Crores only) to persons not falling under promoters group, being the price which is in accordance with the guidelines for Preferential Issue contained in Chapter XIII of the SEBI (issue of Capital and Disclosure Requirement) Regulations,2009,(SEBI ICDR Regulations") persons mentioned below on a Preferential basis:

Sr. No.	Name of the proposed Allottes	Address of the Proposed Allottes	No of equity shares to be allotted	Category	Allottee is : QIB/MF/FI/Trust/Banks
1	Raj Kumar Agrawal	153, Avon Classic, Dattapada Road, Borivali (E), Mumbai - 66.	200000	Non Promoter	No
2	Ramesh Sharma	1101,11 th floor,satguru,kalayan jn of 13 th and 17 th Road, Khar (W) Mumbai 400052.	200000	Non promoter	No
3	Anwar Mohmed Shaikh	B/303, Grit Paradise CHS Ltd. Ghatkopar, Kurla, Mumbai – 400 043.	200000	Non Promoter	No

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Sr. No.	Name of the proposed Allottes	Address of the Proposed Allottes	No of equity shares to be allotted	Category	Allottee is : QIB/MF/FI/Trust/Banks
4	Rehna Anwar Shaikh	1601/1602, Cosmic Hights, Sector – IV, Wadala (E), Mumbai - 37.	200000	Non Promoter	No
5	Anju Chokhani	6 th Floor, Merchant Chambers, 41, New Marine Lines, Mumbai 20.	200000	Non promoter	No
6	Kamalapat Ratanchand Chopra	73, Tahnee Heights, Petit Hall, 66, Neapean Sea Road, Mumbai 6.	200000	Non Promoter	No
7	Reena Arvind Goyal	1503, Challenger Tower II, Thakur Village, Kandivli (e), Mumbai -101	200000	Non Promoter	No
8	Pankaj J Shah	4, 43, Jaldarshan, Opp. P.D. Park, Nepeansea Road, Muambi -36.	200000	Non promoter	No
9	Nitin Shantikumar Kedia	Vishwashanti ,Juhu Koliwada, Juhu Santacruz (W) Mumbai-49	200000	Non Promoter	No
10	Nidhi Nirmal. Kedia	252, Krishna Bhawan, Walkeswar Road, walkeshwar, Mumbai-6	200000	Non Promoter	No
11	Anandkumar Tewari / Kanta Tewari / Vandana Tewari	B/3/3/, vikaram nagar, staff colony, khor, Neemuch. M.P. 452007	200000	Non promoter	No
12	Subhash Chander Kathuria	3, Poorvi Marg, Vasant Vihar, New Delhi - 110005	200000	Non Promoter	No
13	Kalpana Pankaj Shah	4,43, Jaldarshan opp. P.D.Park, Nepeansea Road, Mumbai-36.	200000	Non Promoter	No
14	Ashok Kumar Mehta	301, Deccan VIKAS, 3 RD Floor Kotaci Wadi, Mumbai 400 004	200000	Non promoter	No
15	Chetan M. TamboliManali C. Tamboli	C/o.steel Cast ltd, Rupvapari Road, Bhavna Nagar-Gujarat	200000	Non Promoter	No
16	Rameshchandra Shah	1899/A Vasudha, Opp. Akshganga, rupani Circle, Bhavna Nagar, Gujarat-364001.	200000	Non Promoter	No
17	Darshak Shah	1899/A Vasudha, Opp.Akshganga, rupani Circle, Bhavna Nagar, Gujarat-364001	200000	Non promoter	No

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Sr. No.	Name of the proposed Allottes	Address of the Proposed Allottes	No of equity shares to be allotted	Category	Allottee is : QIB/MF/FI/Trust/Banks
18	Rushil Industries Ltd.	Sarthik, D-202,atabhai chowk, Bhavna Nagar, Gujrat 364001.	200000	Non Promoter	No
19	Deepa Jayesh Kothari	Nirmal Niketan, 1 st Floor, 221, Khetwadi Main Road, Mumbai -4.	200000	Non promoter	No
20	Amrita Abhishek Doshi	3701, Shreepati Arcade, A.K. Marg, Nana Chowk, Mumbai -36.	200000	Non Promoter	No
21	Abhishek T. Doshi HUF	3701, Shreepati Arcade, A.K. Marg, Nana Chowk, Mumbai -36.	200000	Non Promoter	No
22	Faraz Nawab Malik	218/C/2, Noor Manzil, LBS Marg, Kurla (W), Mumbai -70.	100000	Non promoter	No
23	Rekha Lalit Jain	603, Micky Heritage, 6 th Floor, Santacruz (E), Mumbai -55.	200000	Non Promoter	No
24	Krishna Kumar AgarwalRita K. Agarwal	601, Heera Dham, Sundervan Complex, Andheri (W), Mumbai -61.	200000	Non Promoter	No
25	Sanjay Banarasilal Agarwal / Mamta Agarwal	402, B/6, Kalash Apartment. Sundervan Complex, New Link Road, Andheri (w), Mumbai – 53.	200000	Non promoter	No
26	Vimal Agarwal	A-503, Clifton, Link Road, Andheri (W), Mumbai - 58.	200000	Non Promoter	No
27	Veena Kirtilal Shah	1001, Garden View 8, J.Mehta Marg, Walkeshwar, Mumbai 400 006.	200000	Non Promoter	No
28	Sudha Shantilal Shah	704, Gokul Apartment, 14, Khetwadi Back Road, Mumbai 400004.	200000	Non promoter	No
29	Ruchita Amit Shah	1001, Garden View 8, J.Mehta Marg, Walkeshwar, Mumbai 400 004.	200000	Non Promoter	No
30	Rachna Jain	Bhilai Engineering Corpn Ltd. 31, Maker Chambers NO. 111, Nariman Point , Mumbai -21.	200000	Non Promoter	No
31	Peerchand Mishrimal Bhansali HUF	74, C.P. Tank Road, Mumbai 0 4.	200000	Non promoter	No

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Sr. No.	Name of the proposed Allottes	Address of the Proposed Allottes	No of equity shares to be allotted	Category	Allottee is : QIB/MF/FI/Trust/Banks
32	Kantilal Khetmalji Jain	42/46, Guru Rajendra House,15/1st Floor, 5th Kumbharwada, Mumbai – 400 004	200000	Non Promoter	No
33	Champalal K. Jain	42/46, Guru Rajendra House,15/1st Floor, 5th Kumbharwada, Mumbai – 400 004	200000	Non promoter	No
34	Gumanmal Javantraj Jain	78/80, Gora Gandhi Bldg, C.P. Tank Road, 3 rd Floor, Room No. 39, Mumbai -400 004	200000	Non Promoter	No
35	Sushil Jain	A-52, Shastri Nagar, Jodhpur, Rajastan	200000	Non Promoter	No
36	Jitendra J Shah ShahRekha J Shah	9, Park View, IL Monte CHSL, 12, Little Gibbs Road, Malabar Hill, Mumbai -6.	200000	Non promoter	No
37	Manjula Hemandra Vira	1201, 12 th Floor, Kailash Palace, Upashrya Lane, Ghatkopar (E), Mumbai 77	200000	Non Promoter	No
38	Girish Vishanji Dedhia	401 & 402, 4 th Floor, Matruashish CHSL, Plot NO. 46, Sec. 29, Vashi, Navi Mumbai -400 703.	200000	Non Promoter	No
39	Mayur Rasiklal Satra	A/21, Grain Merchant CHS, Sec. 17, Vashi, New Mumbai - 400 703.	200000	Non promoter	No
40	Manish Rasiklal Satra	A/21, Grain Merchant CHS, Sec. 17, Vashi, New Mumbai - 400 703.	200000	Non Promoter	No
41	Nitin Popatlal Thakkar	C/o. Thakkar Popatlal Veji Sales Ltd., 4 Jeswani House, M.G. Road, Panvel -410206.	200000	Non Promoter	No
42	Harsha Nitin Thakkar	52 Bungalow, plot No.31, Adarsh co.op.Hsg. Soc., Panvel-410206.	200000	Non promoter	No
43	Bimal Jitendra desai	Flat No.501, 5 th floor, prabhu Prerna plot No.129, vallabh Baug Lane, Ghatkopar(E), Mumbai-400077	200000	Non Promoter	No

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Sr. No.	Name of the proposed Allottes	Address of the Proposed Allottes	No of equity shares to be allotted	Category	Allottee is : QIB/MF/FI/Trust/Banks
44	Bimal Desai HUF	Flat No.501, 5 th Floor, prabhu Prerna Plot No.129, Vallabh Baug Lane, Ghatkopar (E), Mumbai-400077.	200000	Non Promoter	No
45	Jhaverilal Popatlal Dedhia	No 6,Gokul Bhaudaji Road, Matunga, Mumbai - 400 019.	300000	Non promoter	No
46	Smt. Asha Jhaverilal Dedhai	Dedhia jewelers,19 Sangit Building Laxminarayan Lane, Shop No 3 and 4 Matunga Central, Mumbai -400019.	300000	Non Promoter	No
47	Hemandra Ramji Vira	1201,12 TH flr, Kailash Palace, Upashray Lane, Ghatkopar (E), Mumbai-400077.	200000	Non Promoter	No
48	Kunal Jhaverilal Dedhia	Dedhia jewelers,19 Sangit Building Laxminarayan Lane, Shop No 3 and 4 Matunga Central, Mumbai -400019.	200000	Non promoter	No
49	Jhaverilal Popatla Dedhia HUF	No.6, Gokul Bhaudaji Road, Matunga, Mumbai – 400 019	300000	Non Promoter	No
TOTAL			1,00,00,000		

“Resolved Further that the Equity Shares on Preferential basis shall be issued by the company on the following terms and conditions :

The equity shares to be issued on preferential basis to above allottees shall be locked in for a period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2009.

The entire amount of the value per share i.e. Rs. 15/- per share (Including a share premium of Rs. 5/- per share) to be paid at the time of application.”

“Resolved Further that for the purpose of giving effect to the said Special Resolution u/s. 81, 81(1A) and other applicable provisions of the Companies Act, 1956 the Board of Directors of the Company are hereby Authorized to take such steps and to do all such acts, deeds, matters and things and agree and accept any alteration(s) or amendment(s) or correction(s) or modification(s) as they deem fit and appropriate and give such directions / instructions as may be necessary to settle any question or difficulty for the offer / issue and allotment of Equity Shares in such manner as may be deemed fit and appropriate by the Board of Directors and or any legal / regulatory body, to be most beneficial to the company.”

“Resolved Further that the Board of Directors of the company be and are hereby Authorized to delegate any or all the powers conferred upon it by this resolution, to any committee formed thereof for the powers conferred upon it by this resolution, to any individual so Authorized by the Board. “

“Resolved Further that the shares referred to above shall in all respect rank pari-passu with the existing fully paid up equity shares of the company, provided that they shall confer on the holders of the right to dividend, if any, for the financial year in which they are allotted pari-passu from the date of allotment of new shares.”

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“Resolved Further that the Board of Directors of the company be and are hereby Authorized to determine the terms and conditions of the issue including face value, quantity, issue price (Including Price range), manner of calls etc. in such manner as the Board may deem fit and proper in its absolute discretion to be most beneficial to the company and to approach SEBI and / or any other competent authority to do all such acts, deeds, matters and things as may be necessary, appropriate and proper or expedient for giving effect to the above Resolution.”

“Resolved Further that the funds so raised shall be fulfill the additional fund requirements for capital expenditure including acquisition of companies /business, funding long term working capital requirements, marketing, setting up of offices abroad and for other approved corporate purposes.”

“Resolved Further that the relevant date in relation to the shares for the purpose of determining the issue price under SEBI (Issue of Capital and Disclosure Requirements) Regulation 2009 relating to the preference issue shall be 12/07/2011.”

11. To consider and, if thought fit, to pass, with or without modification, the following resolution as an SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to Sections 198, 269 and 309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 (including any statutory modification(s) or re- enactment thereof, for time being in force) and subject to provisions of Articles of Association of Company, the consent of the Company be and is hereby accorded for appointment of Mr. A R Coutinho as Managing Director of the Company, for a period of 3 (Three) years with effect from August 11, 2011 to August 10, 2014 on the terms and conditions including remuneration as set out in the agreement entered into between the Company and Mr. A R Coutinho and reproduced in the Explanatory Statement enclosed herewith, which is hereby specifically sanctioned, with liberty to the Board of Directors (hereinafter referred to as “the Board” which shall be deemed to include any committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment and / or remuneration and / or agreement in the best interest of the Company so as not to exceed the limits specified in Schedule XIII to the Companies Act 1956, including any statutory modification or re-enactment thereof, for the time being in force or any amendments and / or modification that may hereafter be made thereto by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board and Mr. A R Coutinho.

RESOLVED FURTHER THAT the board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

REGISTERED OFFICE
2C, Ram Mansion, 367,
Pantheon Road, Egmore,
Chennai : 600008.

BY ORDER OF THE BOARD
Sd/-
Manoj Jain
Director

DATED : 18/07/2011

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/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is enclosed and forms part of the Notice.
3. The Register of Members and the Transfer Book of the Company will remain closed from 18th July, 2011 to 19th July, 2011 (both days inclusive.)
4. Members / Proxies should bring attendance slip duly filled in for attending the meeting. Members are also requested to bring their copies of Annual Report.
5. Members are requested to notify immediately any change in their address details to the Company's Registrar and share transfer agents for shares held in demat / physical form at In-house Share Registry since all shares are in physical formate.
6. Printed copies of the Balance Sheet, Profit and Loss Account, Director's Report, the Auditor's Report and every other documents required by the law to be annexed or attached to the Balance Sheet for the period ended 31st March, 2011 are enclosed herewith.
7. The dividend on Equity Shares as recommended by the Board, if declared at the Annual General Meeting, will be payable on or before September, 11, 2011 to those shareholders or their mandates whose names stand on the Register of Members after giving effect to all valid transfer deeds in physical form lodged with the Company on or before the record date to be announced by the Board of Director
8. Members seeking any information with regard to accounts are requested to write to the company at least one week in advance so as to enable the management to keep the information ready.
9. **Dividend will be paid only on existing 50,000 shares as on record date to be announced by the board and not on bonus shares .**
- 10 Proxies in order to be effective must be deposited duly stamped and signed at the Registered Office of the Company not less than 48 hours before the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES, 1956.

Item Nos. 4

Mr Lalitkumar Roshanlal Maroo have been appointed as Additional Directors of the Company pursuant to Section 260 of the Companies Act, 1956 read with Articles of Association of the Company with effect from 24/11/2010. The terms of the directors expire at the ensuing Annual General Meeting of the Company. The Company has received notice from the member proposing to appoint Mr Lalitkumar Roshanlal Maroo as Directors of the Company.

None of the Directors of the Company are interested in passing the resolution, except Mr Lalitkumar Roshanlal Maroo to the extent of their appointment as Directors of the Company.

Item Nos. 5

Mr Manoj Naginlal Jain have been appointed as Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 read with Articles of Association of the Company with effect from 21/02/2011. The terms of the directors expire at the ensuing Annual General Meeting of the Company. The Company has received notice from the member proposing to appoint Mr Manoj Naginlal Jain as Directors of the Company.

None of the Directors of the Company are interested in passing the resolution, except Mr Manoj Naginlal Jain to the extent of their appointment as Directors of the Company.

Item Nos. 6

Mr A.R. Cutinho have been appointed as Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 read with Articles of Association of the Company with effect from 05/07/2011. The terms of the directors expire at the ensuing Annual General Meeting of the Company. The Company has received notice from the member proposing to appoint Mr A.R. Cutinho as Directors of the Company.

None of the Directors of the Company are interested in passing the resolution, except Mr A.R. Cutinho to the extent of their appointment as Directors of the Company.

Item Nos. 7

The Board of Directors at their meeting held on 5th July, 2011, recommended issue of bonus shares in proportion of 4 share for every 1 equity share held by the members on the date to be fixed by the Board by capitalizing a part of the amount standing to the credit of the general reserve account. Pursuant to the provisions of the Articles of Association of the company and in terms of guidelines of Securities Exchange Board of India (SEBI) the Capitalization of reserves and bonus issue thereof require approval of the members in general meeting.

Further it is necessary to authorize the Board of Directors of the company to complete all the regulatory formalities prescribed by the Securities and Exchange Board of India, the stock exchanges on which the company's securities are listed and any other regulatory authority. Accordingly the resolution set forth in item 3 seeks such approval. Under Section 163 of the Companies Act, 1956, your directors recommended the special resolution for your approval. None of the directors of the Company are concerned or interested in the resolution except to extent of the shareholding held by them if any.

None of the Directors of the Company is in any way concerned or interested in the said resolutions except the shares held by them

Item Nos. 8

Company's present Auditors M/s. Narendra Bhandari & Co., Chartered Accountant has resigned, due to vacancy of Statutory Auditors. M/s. Suresh Anchaliya & Co., Chartered Accountant has given their consent for appointment as Statutory Auditors of the Company. Board has recommended for appointment. Shareholders consent is required for appointment.

None of the Directors of the Company is in any way concerned or interested in the said resolutions except the shares held by them.

Item Nos. 9

At present the Authorised Share Capital of the Company is Rs 5,00,000/- (Rupees Five Lacs only) divided into 50,000 Equity Shares of Rs.10/- each. For the purpose of expansion of business, it is required to increase authorised share Capital of the Company from Rs. Five Lacs to Eleven Crores only. Consequent upon the increase in the authorised Share Capital of the Company, its Memorandum of Association and Article of Association need appropriate alterations. Hence resolutions No. 8 is recommended by Directors for approval of the members.

None of the Directors of the Company is in any way concerned or interested in the said resolutions except the shares held by them.

Item Nos. 10

As per Section 81(1A) of the Companies Act, 1956, approval of shareholders in the General Meeting is required for allotment of shares on preferential basis and hence the resolution is placed before the shareholders.

The Directors recommended the resolution for your approval.

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All the directors of the company may be deemed to be interested in this resolution to the extent securities that may be allotted if any.

The required disclosure as per 13.1A of SEBI ICDR Regulations regarding Proposed issue is as under:-

- 1) Objects of this issue: - The object of the issue is to fulfill the additional fund requirements for capital expenditure including acquisition of companies /business, funding long term working capital requirements, marketing, setting up of offices abroad and for other approved corporate purposes.
- 2) Intention of Promoters /Directors /Key management persons to subscribe to the offer:
There is no intention of the promoters / directors / key management person to subscribe to the offer.
- 3) Shareholding pattern before and after the issue:-

The shareholding pattern before and after completion of the proposed preferential issue would be as under:-

Sr. No	Category	Pre – issue		Pre-issue (Including Bonus issue of 200000 shares)		Post Preferential issue	
		No. of shares	% of Capital	No. of shares	% of Capital	No. of shares	% of Capital
A	Promoters Holding						
1	Indian Promoters	0	0	0	0	0	0
	Foreign Promoters	0	0	0	0	0	0
2	Persons Acting in Concert	0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0
B	Non-Promoter Holding						
1	Institutional investors	0	0	0	0	0	0
	Mutual Funds	0	0	0	0	0	0
	Banks, FIs, Insurance companies	0	0	0	0	0	0
	NRIS/OCBs	0	0	0	0	0	0
	FIIIs	0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0
2	Others						
	Private Body Corporates	0	0	0	0	0	0
	Indian Public	50000	100	250000	100	10250000	100
	Clearing Members	0	0	0	0	0	0
	Sub-Total	50000	27	250000	100	10250000	100
	Grand Total	50000	100	250000	100	10250000	100

Notes:-

The above shareholding pattern has been prepared on the basis of shareholding as on 05/07/2011 as provided by the Registrar and Share Transfer Agent.

The post- issue shareholding pattern has been arrived on the assumption that 1,00,00,000 equity shares to be issued to Non Promoters.

- 4) Proposed Time within which the allotment shall be completed.

CONFIDENCE TRADING COMPANY LIMITED

The allotment of shares on Preferential basis shall be completed within 15 days from the date of shareholders approval provided where the allotment on preferential basis is pending on account of pendency of any approval by any regulatory authority or Central Government as per SEBI Guidelines, the allotment shall be completed within 15 days from the date of such approval.

- 5) The Identity of the proposed allottees and the percentage of post preferential issue capital that may be held by him:

The proposed allottees were interested to invest in our company and they approached us in the past when the company decided to raise funds by way of issue of preference share for expanding existing finance related activities and for working capital etc. Subsequently the company approached the allottees to find out their intention to subscribe to preferential issue and the proposed allottees have given their consent to subscribe to the same. The percentage of the post-preferential issue capital held by the proposed allottees is follows:-

Sr. No.	Name & Address	No. of shares		%		Category (Promoter / Non Promoter)
		Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
1	Raj Kumar Agrawal 153, Avon Classic, Dattapada Road, Borivali (E), Mumbai -66	0	200000	0	1.95	Non Promoter
2	Ramesh Sharma 1101, 11 th floor, satguru, kalayan jn of 13 th and 17 th Road, Khar (W), Mumbai 40052.	0	200000	0	1.95	Non promoter
3	Anwar Mohmed Shaikh B/303, Grit Paradise CHS Ltd. Ghatkopar, Kurla, Mumbai – 400 043.	0	200000	0	1.95	Non Promoter
4	Rehna Anwar Shaikh 1601/1602, Cosmic Hights, Sector – IV, Wadala (E), Mumbai - 37	0	200000	0	1.95	Non Promoter
5	Anju Chokhani 6 th Floor, Merchant Chambers, 41, New Marine Lines, Mumbai 20	0	200000	0	1.95	Non promoter
6	Kamlapat Ratanchand Chopra 73, Tahnee Heights, Petit Hall, 66, Neapean Sea Road, Mumbai 6	0	200000	0	1.95	Non Promoter
7	Reena Arvind Goyal 1503, Challenger Tower II, Thakur Village, Kandivli (E), Mumbai -101	0	200000	0	1.95	Non Promoter
8	Pankaj J Shah 4, 43, Jaldarshan, Opp. P.D. Park, Nepeansea Road, Muambi -3	0	200000	0	1.95	Non promoter
9	Nitin Shantikumar Kedia Vishwa shanti, Juhu Koliwada, Juhu Santacruz (W) Mumbai-49.	0	200000	0	1.95	Non Promoter
10	Nidhi Nirmal Kedia 252, Krishna Bhawan, Walkeswar Road, walkeshwar, Mumbai - 6.	0	200000	0	1.95	Non Promoter

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Sr. No.	Name & Address	No. of shares		%		Category (Promoter / Non Promoter)
		Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
11	Anandkumar Tewari Kanta Tewari Vandana Tewari B/3/3/Vikram Nagar, Staff Colony, Khor, Neemuch, M.P. 452007	0	200000	0	1.95	Non Promoter
12	Subhash Chander Kathuria 3, Poorvi Marg, Vasant Vihar, New Delhi - 110005	0	200000	0	1.95	Non promoter
13	Kalpana Pankaj Shah 4,43, Jaldarshan opp. P.D.Park, Nepeansea Road Mumbai-36	0	200000	0	1.95	Non Promoter
14	Ashok Kumar Mehta 301, Deccan VIKAS 3 RD Floor, Kotaci Wadi, Mumbai 400 004.	0	200000	0	1.95	Non Promoter
15	Chetan M. Tamboli Manali C. Tamboli C/o .steel Cast ltd, Rupvapari Road, Bhavna Nagar-Gujarat.	0	200000	0	1.95	Non promoter
16	Rameshchandra Shah 1899/A Vasudha, Opp.Akshganga, rupani Circle, Bhavna Nagar, Gujarat - 364 001.	0	200000	0	1.95	Non Promoter
17	Darshak Shah 1899/A Vasudha, Opp.Akshganga, rupani Circle, Bhavna Nagar, Gujarat-364001.	0	200000	0	1.95	Non Promoter
18	Rushil Industries Ltd. Sarhik, D-202,atabhai chowk, Bhavna Nagar, Gujrat 364001.	0	200000	0	1.95	Non promoter
19	Deepa Jayesh Kothari Nirmal Niketan, 1 st Floor, 221, Khetwadi Main Road, Mumbai -4.	0	200000	0	1.95	Non Promoter
20	Amrita Abhishek Dosh i3701, Shreepati Arcade, A.K. Marg, Nana Chowk, Mumbai - 3.	0	200000	0	1.95	Non Promoter
21	Abhishek T. Doshi HUF3701, Shreepati Arcade, A.K. Marg, Nana Chowk, Mumbai -36	0	200000	0	1.95	Non Promoter
22	Faraz Nawab Malik 218/C/2, Noor Manzil, LBS Marg, Kurla (W), Mumbai -70.	0	100000	0	0.98	Non Promoter

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Sr. No.	Name & Address	No. of shares		%		Category (Promoter / Non Promoter)
		Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
23	Rekha Lalit Jain 603, Micky Heritage, 6 th Floor, Santacruz (E), Mumbai -55.	0	200000	0	1.95	Non Promoter
24	Krishna Kumar Agarwal Rita K. Agarwal 601, Heera Dham, Sundervan Complex, Andheri (W), Mumbai -61.	0	200000	0	1.95	Non promoter
25	Sanjay Banarasilal Agarwal / Mamta Agarwal 402, B/6, Kalash Apartment. Sundervan Complex, New Link Road, Andheri (w), Mumbai – 53	0	200000	0	1.95	Non Promoter
26	Vimal Agarwal A-503, Clifton, Link Road, Andheri (W), Mumbai -58	0	200000	0	1.95	Non Promoter
27	Veena Kirtilal Shah 1001, Garden View 8, J.Mehta Marg, Walkeshwar, Mumbai 400 006	0	200000	0	1.95	Non promoter
28	Sudha Shantilal Shah 704, Gokul Apartment, 14, Khetwadi Back Road, Mumbai 400004	0	200000	0	1.95	Non Promoter
29	Ruchita Amit Shah 1001, Garden View 8, J.Mehta Marg, Walkeshwar, Mumbai 400 004	0	200000	0	1.95	Non Promoter
30	Rachna Jain Bhilai Engineering Corpn Ltd. 31, Maker Chambers NO. 111, Nariman Point, Mumbai -21	0	200000	0	1.95	Non promoter
31	Peerchand Mishrimal Bhansali HUF 74, C.P. Tank Road, Mumbai -4	0	200000	0	1.95	Non Promoter
32	Kantilal Khetmalji Jain 42/46, Guru Rajendra House 15/1st Floor, 5th Kumbharwada, Mumbai - 400 004.	0	200000	0	1.95	Non Promoter
33	Champalal K. Jain 42/46, Guru Rajendra House 15/1st Floor, 5th Kumbharwada, Mumbai - 400 004.	0	200000	0	1.95	Non Promoter
34	Gumanmal Javantraj Jain 78/80, Gora Gandhi Bldg, C.P. Tank Road, 3 rd Floor, Room No. 39, Mumbai - 400 004.	0	200000	0	1.95	Non Promoter

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Sr. No.	Name & Address	No. of shares		%		Category (Promoter / Non Promoter)
		Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
35	Sushil Jain A-52, Shastri Nagar, Jodhpur, Rajasthan.	0	200000	0	1.95	Non Promoter
36	Jitendra J Shah Rekha J Shah 9, Park View, IL Monte CHSL, 12, Little Gibbs Road, Malabar Hill, Mumbai -6.	0	200000	0	1.95	Non promoter
37	Manjula Hemandra Vira 1201, 12 th Floor, Kailash Palace, Upashrya Lane, Ghatkopar (E), Mumbai 77	0	200000	0	1.95	Non Promoter
38	Girish Vishanji Dedhia 401 & 402, 4 th Floor, Matruashish CHSL, Plot NO. 46, Sec. 29, Vashi, Navi Mumbai -400 703	0	200000	0	1.95	Non Promoter
39	Mayur Rasiklal Satra A/21, Grain Merchant CHS, Sec. 17, Vashi, New Mumbai -400 703	0	200000	0	1.95	Non promoter
40	Manish Rasiklal Satra A/21, Grain Merchant CHS, Sec. 17, Vashi, New Mumbai -400 703	0	200000	0	1.95	Non Promoter
41	Nitin Popatlal Thakkar C/o. Thakkar Popatlal Veji Sales Ltd., 4 Jeswani House, M.G. Road, Panvel -410206.	0	200000	0	1.95	Non Promoter
42	Harsha Nitin Thakkar 52 Bungalow, plot No.31, Adarsh co.op.Hsg. Soc., Panvel-410206.	0	200000	0	1.95	Non promoter
43	Bimal Jitendra Desai Flat No.501, 5 th Floor, prabhu Prerna plot No.129, Vallabh Baug Lane, Ghatkopar (E), Mumbai - 400077.	0	200000	0	1.95	Non Promoter
44	Bimal Desai HUF Flat No.501, 5 th Floor, prabhu Prerna Plot No.129, Vallabh Baug Lane, Ghatkopar (E), Mumbai-400077.	0	200000	0	1.95	Non Promoter
45	Jhaverilal Popatlal Dedhia No 6, Gokul Bhaudaji Road, Matunga, Mumbai-400019.	0	300000	0	2.93	Non Promoter

CONFIDENCE TRADING COMPANY LIMITED

Sr. No.	Name & Address	No. of shares		%		Category (Promoter / Non Promoter)
		Pre-Issue	Post-Issue	Pre-Issue	Post-Issue	
46	Smt. Asha Jhaverilal Dedhai Dedhia jewelers, 19 Sangit Building Laxminarayan Lane, Shop No 3 and 4 Matunga Central, Mumbai -400019.	0	300000	0	2.93	Non Promoter
47	Hemandra Ramji Vira 1201, 12 TH flr, Kailash Palace, Upashray Lane, Ghatkopar (E), Mumbai-400077.	0	200000	0	1.95	Non promoter
48	Kunal Jhaverilal Dedhia Dedhia jewelers,19 Sangit Building Laxminarayan Lane,Shop No 3 and 4 Matunga Central, Mumbai -400019.	0	200000	0	1.95	Non Promoter
49	Jhaverilal Popatla Dedhia HUF 6, Gokul Bhaudaji Road, Matunga, Mumbai 19.	0	300000	0	2.93	Non Promoter

The Proposed allottees have not sold any shares during the 6 months period prior to the relevant date.

- 6) Lock- In : - The equity shares to be allotted on preferential basis shall be subject to lock in as per the applicable SEBI ICDR Regulations, 2009.
- 7) Change in the control or composition of the Board.

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to preferential allotment.

- 8) Price of the issue:-

The shares are proposed to be allotted on preferential basis at a price of Rs.15/- per share including premium of Rs.5/- per share, which is higher than the price arrived at as per SEBI ICDR Regulations, 2009.

- 9) The Certificate issued by M/s.Suresh Anchaliya & Co., Chartered Accountants, statutory Auditors of the Company as to the Pricing of the issue and that this preferential issue of securities is being made in accordance with the guidelines on Preferential Allotment issued by SEBI is being placed before the shareholders at the Meeting and also available for inspection at the Registered Office of the company during the business hours on any working days.

- 10) In view of the above, it is proposed to issue up to 1,00,00,000 (One Crore) equity shares each of Rs.10/- fully paid-up to Non promoters on preferential basis at the price of Rs15/- (Rs. Fifteen only) per share (Including a premium of Rs.5/- per share) . This is higher than the minimum issue price calculated in accordance with the criteria given under the SEBI ICDR Regulations, 2009.

The Consent of the shareholders is being sought pursuant to the provision of section 81(1A) and other applicable provision of the companies Act, 1956, if any, and in terms of provisions of the Listing Agreements executed by the company with the Stock Exchange in India which the company's shares are listed.

All the directors of the company may be deemed to be interested in this resolution to the extent securities that may be allotted if any.

The Board recommends the special resolution set out in the notice for approval by the members.

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Item Nos. 11

The Board of Directors at their meeting held on July 5, 2011 have subject to such consents, approvals and permissions as may be required including that of members in the ensuing general meeting and subject to the provisions of the Articles of Association of the Company, appointed Mr. A R Coutinho as the Managing Director of the Company for a period of period of 3 (Three) years with effect from 11th August, 2011 till 10th August, 2014 on the remuneration determined by the Board in this behalf.

The remuneration payable to and the terms of appointment of Mr. A R Coutinho during the tenure of his appointment for a period of five years is briefed as follows:

1	Salary (Basic Per Annum)	Rs.6,00,000/- (Rupees Six Lakh Only)
2	Allowances / Perquisites:-	
	a) Special Allowance	Rs.4,500/- per month
	b) Medical allowance	Rs.5,000/- per month (equal to 10% of month's basic salary)
	c) Conveyance Allowance	Rs.6,000/- per month
	d) Company's Contribution to Provident Fund	Rs.6,000/- per month (equal to 12% of month's basic salary)
	e) Expenses incurred on superannuation and ex-gratia payment	Rs.7,500/- per month (equal to 15% of month's basic salary)
	f) Gratuity	Rs.4,000/- per month
	g) LTA	Rs.4,165/- per month (equal to 8.33% of month's basic salary)

The Board or any Committee thereof is entitled to determine and revise the salary, perquisites, allowances and commission payable to the Managing Director of the Company at any time.

Your Directors, therefore, recommend the resolution for your approval.

The above may also be treated as an abstract of the terms of the contract/agreement between the Company and Mr. A R Coutinho pursuant to Section 302 of the Companies Act, 1956.

Except Mr. A R Coutinho, none of the Directors is, in any way, concerned or interested in the said Resolution.

REGISTERED OFFICE
2C, Ram Mansion, 367,
Pantheon Road, Egmore,
Chennai : 600008.

BY ORDER OF THE BOARD
Sd/-
Manoj Jain
Director

DATED : 18/07/2011

CONFIDENCE TRADING COMPANY LIMITED

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

(In pursuance of Clause 49 (vi) (A) of the Listing Agreement)

Director seeking re-appointment

Name of the Director	Lalitikumar Maroo
Date of Birth	18/07/1970
Date of Appointment.	24/11/2010
Expertise in any specific functional Area	Finance and Investments
Qualification	Inter CA
Directorships held in other companies (excluding foreign – Companies)	Dishi Properties Pvt. Ltd. G-Fast Systems Pvt. Ltd.
Committee position held in other Companies	N.A.

Director seeking re-appointment

Name of the Director	Manoj Naginlal Jain
Date of Birth	06/02/1972
Date of Appointment.	21/02/2011
Expertise in any specific functional Area	Finance and Investments
Qualification	CA
Directorships held in other companies (excluding foreign – Companies)	Anju Securities Pvt. Ltd. Jaisons (Realty) Asia Ltd. Taranya Project Pvt. Ltd.
Committee position held in other Companies	N.A.

Director seeking re-appointment

Name of the Director	A R Coutinho
Date of Birth	21/08/1959
Date of Appointment.	05/07/2011
Expertise in any specific functional Area	Capital Market Advisory and Trading
Qualification	B.A.
Directorships held in other companies (excluding foreign – Companies)	NA
Committee position held in other Companies	Trimen Trade & Technologies India Pvt. Ltd. w.e.f. 01/07/2011

BOARD OF DIRECTORS' REPORT

To
The Members

Your Directors present their 30th Annual Report with Audited Statement of Accounts for the year ended on March 31, 2011.

Financial Results

Particulars	(Amt. In Lacs)	
	For the year ended on	
	31/03.2011	31/03/2010
Income	415.69	148.32
Profit before Dep. & Int.	45.79	2.94
Depreciation	0.00	0.00
Interest	0.00	0.00
Profit after Depreciation & Interest	45.79	2.94
Provision for Taxation	9.53	0.45
Provison for Tax (deferred)	0.00	0.00
Profit after Tax	36.26	2.49
Net profit/ (Loss)	36.26	2.49
Amount Available for Appropriation	36.26	2.49
Balance carried to Balance Sheet	36.26	2.49

FINANCIAL HIGHLIGHTS

During the year Company's total sales including other income is Rs 415.69 lacs as compared to Rs. 148.32 lacs in the previous year and thereby registering an increase of 180.26% as compared to the previous year.

DIVIDEND

Your Directors are pleased to recommend payment of dividend of 10% on the Equity Share Capital for the year 2010-11.

Dividend will be paid only on existing 50,000 shares as on record date to be annouced by the board and not on bonus shares .

BONUS SHARES

Evaluating the good business done by the Company and in order to create long term value for its investors, reward to the public shareholders, the Board of Directors of the Company has approved and recommends, issue and allotment of Bonus shares by capitalization of Reserves and Surplus of the Company.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mr. Lalitkumar Roshanlal Maroo retire by rotation at the ensuing Annual General Meeting, and being eligible offers himself for reappointment.

During the financial year 2010 -11, the Board of Directors appointed Mr. Lalitkumar Roshanlal Maroo as an Additional Director with effect from 24 November, 2010. Your Directors recommend the appointment of Mr. Lalitkumar Roshanlal Maroo as a Director of your Company at the forthcoming Annual General Meeting.

The Board of Directors also appointed Mr. Manoj Naginlal Jain as an Additional Director with effect from 21st February, 2011. Your Directors recommend the appointment of Mr. Manoj Naginlal Jain as a Director of your Company at the forthcoming Annual General Meeting.

CONFIDENCE TRADING COMPANY LIMITED

The Board of Directors also appointed Mr. A R Coutinho as an Additional Director with effect from 5st July, 2011. Your Directors recommend the appointment of Mr. A R Coutinho as a Director of your Company at the forthcoming Annual General Meeting.

The Board of Directors appointed Mr. A R Coutinho as the Managing Director of the Company with effect from 5st July, 2011 for period of three years subject to the approval of shareholders in the ensuing Annual General Meeting.

Mr. Anand Baheti has resigned as the director from the Board of the Company with effect from 5st July, 2011. During his tenure as Director, he had greatly contributed to the performance of the Company by his vast knowledge and experience.

DEPOSITS

Your company has not accepted any deposits within the meaning of Section 58 A of The Companies Act, 1956.

FOREIGN EXCHANGE

There is no inflow and outflow of Foreign Exchange.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31st March 2011 the applicable accounting standards have been followed, along with proper explanation relating to all material departures.
- (ii) That they have, in the selection of the accounting policies, consulted the statutory auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period.
- (iii) They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March 2011 on a going concern basis.

AUDITORS

M/s Narendra Bhandari & Co., Chartered Accountants statutory auditors of the Company resign at the forthcoming Annual General Meeting due to his preoccupation businesses and M/s.Suresh Anchaliya & Co., Chartered Accountants appointed in place of M/s Narendra Bhandari & Co., as new statutory auditors and offer themselves for appointment. The Company has received a certificates from them under Section 224(1-B) & 226(3) of the Companies Act, 1956.

AUDITORS REPORT

Observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments under Section 217(3) of the Companies Act, 1956.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The particulars under the companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, on conservation of energy and Technology absorption is not applicable

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PARTICULARS OF EMPLOYEE

The information required under section 217(2A) of the Companies Act 1956, read with the Companies (particulars of employees) Rules 1975, forms part of this report - Not applicable.

LISTING OF SHARES

Equity shares of your Company are listed on Mumbai Stock Exchange only and the Company has paid the necessary Listing fees for the year 2010 – 2011.

GREEN INITIATIVE IN CORPORATE GOVERNANCE'

The ministry of corporate Affairs (vide circular nos.17/2011 and 18/2011 dated April 21 and April 29,2011 respectively), has undertaken 'Green initiative in corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support their green initiative by registering/updating their email addresses, in respect of shares held in dematerialised form with their respective depository participants and in respect of shares held in physical form with TSRDL.

ACKNOWLEDGEMENT

The Board of Directors wishes to express sincere thanks to Bankers, Shareholders, clients, Financial Institutions, customers, sup-pliers and employees of Companies for extending support during the year.

REGISTERED OFFICE

2C, Ram Mansion, 367,
Pantheon Road, Egmore,
Chennai : 600008.

BY ORDER OF THE BOARD

**Sd/-
Manoj Jain
Director**

DATED : 18/07/2011

CONFIDENCE TRADING COMPANY LIMITED

AUDITORS' REPORT

To

The Members of
Confidence Trading Company Limited

1. We have audited the attached Balance Sheet of **Confidence Trading Company Limited** as at 31st March 2011 and the Profit & Loss Account for the year ended on that date annexed thereto.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order 2003 (hereinafter referred to as "the Order") issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
 - i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - ii) In our opinion, the Company has kept proper books of account as required by law so far as appears from our examination of the books.
 - iii) The Balance Sheet and the Profit & Loss Account dealt with by this report are in agreement with the books of account.
 - iv) In our opinion, the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section (3C) of Section 211 of the Companies Act, 1956.
 - v) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with notes thereon give the information required by the Companies Act, 1956, in the manner so required, and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2011; and
 - (b) in the case of the Profit and Loss Account, of the Profit for the year ended on that date;
 - (c) in the case of the Cash Flow Statement, of the Cash Flow for the year ended on that date;
5. On the basis of written representations received from the Directors as on 31st March 2011 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2011 from being appointed as a Director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956.

For Narendra Bhandari & Co.
Chartered Accountants
FRN:005125C
Sd/-
(Narendra Bhandari)
Partner
Membership No. 073961

Date : 30/05/2011
Place : Indore

Statement on the Companies (Auditor's Report) Order, 2003

CONFIDENCE TRADING COMPANY LIMITED

As required by the companies (Auditor's Report order, 2003) issued by the Central Government of India in term of sub-section (4A) of section of 227 of the Companies Act,1956, we further report that:-

Referred to in paragraph 3 of our report of even date,

- (i) The Company does not own any Fixed Assets.
- (ii) The company does not have any inventory
- (iii) (a) In our opinion, The company has not granted loans, secured or unsecured, to the parties covered in the Register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4 (iii) - (b),(c),(d) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company

(b) In our opinion, the company has not taken loans, secured or unsecured, during the year. Therefore, the provisions of clause 4(iii) (f) & (g) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, there exists adequate internal control system commensurate with the size of the company and the nature of its business. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system of the company.
- (v) In respect of transactions covered under Section 301 of the Companies Act, 1956;

According to the information and explanations given to us, there are no transactions during the year that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the Public.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
- (ix) (a) According to the information and explanation given to us and the records of the Company examined by us, in our opinion the Company is generally regular in depositing the undisputed statutory dues including Service Tax, Stamp Duty, Income Tax, and other major statutory dues as applicable with appropriate authorities in India except in case of service tax which was payable as on 31/03/2011 of Rs. 18,13,727/- and the amount is still payable on the date of Audit Report because the company has not obtained service tax registration number from concerned authority.

(b) According to the Information and explanation given to us, no undisputed amounts payable in respect of Income Tax, as at 31st March 2011 for a period of more than six months from the date they become payable.

(c) According to the Information and explanation given to us, and records of the Company examined by us, there are no statutory dues of Taxes or cess as at 31st March 2011, which have not been deposited on account of any dispute.
- (x) In our opinion and according to the information and explanations given to us, the Company has no accumulated losses as at 31st March 2011. Further it has not incurred cash losses in the current financial year and in the immediately preceding financial year.

CONFIDENCE TRADING COMPANY LIMITED

- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or a bank.
- (xii) In our opinion and according to the information & explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a *nidhi* mutual benefit fund/ society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) The company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All the shares, securities, debentures and other investments have been held by the company, in its own name except to the extent of the exemption, if any, granted under section 49 of the Act.
- (xv) In our opinion and according to the information and explanations given to us, the company has not given guarantee for loans taken by others from banks or financial institutions.
- (xvi) The Company has not obtained any term loans. Accordingly, the provision of Clause 4 (xvi) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the funds raised on short-term basis have not been used for long-term investment.
- (xviii) The company has not issued any debentures. Accordingly, the provisions of clause 4(xix) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xix) The company has not raised any money by public issues during the year. Accordingly, the provisions of clause 4(xx) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xx) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Date:30/05/2011

Place:Indore

For Narendra Bhandari & Co.
Chartered Accountants
FRN:005125C
Sd/-
(Narendra Bhandari)
Partner
Membership No. 073961

Annual Report 2010-2011

BALANCE SHEET AS ON 31.03.2011

PARTICULARS	SCH. NO.	FOR THE YEAR ENDED 31.03.2011 RUPEES	FOR THE YEAR ENDED 31.03.2010 RUPEES
SOURCES OF FUNDS :			
A. Share Holders Funds			
Share Capital	1	500,000	500,000
B. Reserve & Surplus			
		2,081,743	0
C. Loan Funds			
Unsecured Loans	2	855,320	1,540,208
	TOTAL	3,437,063	2,040,208
APPLICATION OF FUNDS			
C. Current Assests,Loans & Advances			
Total Current Assets	3	12,556,893	1,003,022
D. Current Liabilities And Provisions			
Total Current Liabilities	4	9,119,830	507,141
NET CURRENT ASSESTS [5-6]		3,437,063	495,881
E. Miss. Assets			
Profit and loss A/c		0	1,544,327
	TOTAL	3,437,063	2,040,208

Accounting Policies And Notes On Accounts 8
As per our report of even date attached.

For NARENDRA BHANDARI & CO.

Chartered Accountants

(FR No. 005125C)

Sd/-

(Narendra Bhandari)

Partner

M.No. 073961

For Confidence Trading Co.Ltd.

Sd/-

Sd/-

DIRECTOR

DIRECTOR

PLACE :- INDORE

DATED :- 30/05/2011

CONFIDENCE TRADING COMPANY LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2011

PARTICULARS	SCH. NO.	FOR THE YEAR ENDED 31.03.2011 RUPEES	FOR THE YEAR ENDED 31.03.2010 RUPEES
A. INCOME			
Sales		23,959,830	14,033,925
Commission & Brokerage		17,609,007	798,123
TOTAL		41,568,837	14,832,048
B. EXPENDITURES			
Purchases		23,452,295	13,366,012
Increase/Decrease in inventory		0	400,000
Administrative Expenses	5	13,520,179	754,054
Financial Charges	6	721	750
Auditor's Remuneration	7	16,545	16,545
		36,989,740	14,537,361
Profit Before Taxation		4,579,097	294,687
Less - Provision of Income Tax		953,027	45,529
Profit after Taxation		3,626,070	249,158
Brought Forward loss from Previous year		(1,544,327)	(1,793,485)
Net Loss carried to Balance Sheet		2,081,743	(1,544,327)

For NARENDRA BHANDARI & CO.

Chartered Accountants

(FR No. 005125C)

Sd/-

(Narendra Bhandari)

Partner

M.No. 073961

For Confidence Trading Co.Ltd.

Sd/-

Sd/-

DIRECTOR

DIRECTOR

PLACE :- INDORE

DATED :- 30/05/2011

SCHEDULES FORMING PART OF BALANCE SHEET

PARTICULARS	AS AT 31.03.2011 RUPEES	AS AT 31.03.2010 RUPEES
SCHEDULE 1		
Share Capital Fund		
Autorised		
50,000 Equity shares of rs. 10/-each	500,000	500,000
Issued, Subscribed And Paid-Up		
50,000 Equity shares of rs.10/- each	500,000	500,000
(Total)	500,000	500,000
SCHEDULE 2		
Un Secured Loans		
Unsecured loans (from others)	855,320	1,540,208
Unsecured Loans(from Directors)	0	0
(Total)	855,320	1,540,208
SCHEDULE 3		
Current Assets,Loans and Advances		
1. Current Assets		
A. Cash and Bank Balances		
Cash in Hand	65,515	214
B. Bank Balances with Scheduled Banks	8,944,412	94,215
BankBalances	0	0
(Total A)	9,009,927	94,429
B. Sundry Debtors		
(Un secured considered good)		
a. Outstanding for the period	0	718,311
exceeding 6 months	0	0
b. Outstanding below 6 Months	0	0
(Total B)	0	718,311
C. Inventory		
Closing Stock	0	0
(Total C)	0	0
2. Sundry Loans, Advances, Deposits and Receivables		
(Un secured, Considered good and receivable in cash or kind)		
Deposits	100,000	0
Service Tax Receivables	1,359,940	0
TDS Receivable (A.Y.2011-12)	1,942,273	0
TDS Receivable (2009-10)	105,470	185,282
Sale tax deposit	5,000	5,000
TDS Receivable (A.Y.2010-11)	34,283	0
(Total D)	3,546,966	190,282
GRAND TOTAL (A+B+C+D)	12,556,893	1,003,022

SUB-SCHEDULES FORMING PART OF BALANCE SHEET

PARTICULARS	For the Year Ended 31.03.2011 RUPEES	For the Year Ended 31.03.2010 RUPEES
Outstanding Expenses		
TDS Payable	1,456,325.00	-
Rent Payable	76,500.00	76,500.00
Salary Payable	24,500.00	24,500.00
Narendra Bhandari & Co. (Professional Fee)	11,030.00	-
	1,568,355.00	101,000.00
Last year	-	-
	<u>1,568,355.00</u>	<u>101,000.00</u>
Bank Balances		
HDFC Bank Malad (West), Mumbai	40,000.00	-
Bank - Chennai	7,811.32	-
State Bank of India, Khel Prashal Indore	100,320.00	-
Axis Bank - Lokhandwala Andheri (W), Mumbai	8,796,280.85	-
	<u>8,944,412.17</u>	<u>-</u>
Sundry Debtor		
Account Receivable		
Esco Biotech Pvt.Ltd.	-	294,106.00
Saksham Technologies Pvt.Ltd.	-	424,205.00
Anjula	-	-
	<u>-</u>	<u>718,311.00</u>
Advances recoverable in cash or kind		
Blue word Buildcon & reality P.Ltd.	100,000.00	-
Deepak Bhailal Desai	8,686,125.00	-
	<u>8,786,125.00</u>	<u>-</u>
Sundry Creditors		
Singh Associates	288,653.00	288,653.00
Alpha Projects Pvt.Ltd.	55,414.00	55,414.00
Account Payable	4,424,109	-
	<u>4,768,176.00</u>	<u>344,067.00</u>
UNSECURED LOAN		
FROM DIRECTORS		
Suresh Somani	-	-
	-	-
FROM OTHERS		
Suresh Somani	855,320.00	1,428,720.00
Braintree Advisory And Consulting Group Pvt.Ltd.	-	11,488.00
Blue Word buildcon & Reality P.Ltd.	-	100,000.00
	<u>855,320.00</u>	<u>1,540,208.00</u>

Schedule "8" SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:-

1. Accounting Policies:-

(a) Basis of Preparation of financial statements:

The financial statements are prepared under the historical cost convention, on accrual basis; in accordance with applicable mandatory accounting standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956.

(b) Revenue recognition:

Company follows accrual system of accounting and takes into account expense and incomes as accrued.

(c) Investment:

No Investment are held by the Company.

(d) Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and differences between actual results and estimates are recognized in the period in which the results are known / materialize

(e) Contingent Liabilities:

Contingent Liabilities, if any, are generally not provided for in the accounts and is shown separately as a note to the accounts.

(f) Taxation:

Income-tax expenses comprises of Current Tax, and Deferred Tax charge or credit. Provision of Current Tax is made on the assessable income at the tax rate applicable to the relevant assessment year.

Deferred Tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

2) Notes To Accounts:-

i) Previous Year's figures have been regrouped or rearranged wherever necessary to make them comparable with the figures of current year.

ii) In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated if realised in the ordinary course of business. In the opinion of the Board of directors, the provisions for all the liabilities are adequate and not in excess of the amounts considered reasonably necessary and there are no contingent liabilities outstanding on the balance sheet date.

iii) Earnings Per Share:

Particular	Current Year (Rupees)	Previous Year (Rupees)
Face Value Per Share	10	10
Profit after tax (excluding excess/short) provision of taxation earlier years written back/(off)	36,26,070	2,49,158
Number of shares used in computing Basic & Diluted EPS (Calculated by using Weighted Average Method)	50000	50000
Earning Per Share – Basic & Diluted	72.52	4.98

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- iv) Calculation of Number of shares used in computing Basic & Diluted EPS
(Calculated by using Weighted Average Method)

Date	Particulars	Number of shares	Time Period (In months)	Product
01/04/2010	Opening Balance	50000	12	6,00,000
	Total of Product			6,00,000
	Average Number of shares during the year (600000/12)			50,000

- v) There are no amounts due and outstanding to be credited to investor education & protection fund as at 31st March, 201
- vi) Auditors remuneration & expenses charges to accounts:-
Audit fees Rs. 16545/-

For NARENDRA BHANDARI & CO.

Chartered Accountants

(FR No. 005125C)

Sd/-

(Narendra Bhandari)

Partner

M.No. 073961

PLACE :- INDORE

DATED :- 30/05/2011

For Confidence Trading Co.Ltd.

Sd/-

Manoj Jain

Director

Sd/-

Lalitkumar Maroo

Director

CONFIDENCE TRADING COMPANY LIMITED

Cash Flow Statement for the year 2010-11

Particulars	31.03.2011	31.03.2010
Cash Flow From Operating Activities		
Net Profit/ Loss Before Tax & Extra-Ordinary Items	4579097	0
Adjustments For:		
Depreciation	0	0
Operating Profit Before Working Capital Changes	4579097	0
Increase/ Decrease in Sundry Debtors & Curr. Asset	(2638373)	0
Increase/ Decrease in Sundry Creditors & Curr. Liab.	7705191	0
Cash Flow before Extra-ordinary Items	9645915	0
Income tax Paid	45529	0
Net Cash Flow from Operating Activities	9600386	0
Cash Flow Investing Activities	0	0
Net Cash use in Investing Activities	0	0
Cash Flow from Financing Activities	(684888)	0
Net Cash use in Financing Activities	(684888)	0
Net Increase/ Decrease in Cash	8915498	1892
Cash & Cash Equivalents at the Begining of the year	94429	200705
Cash & Cash Equivalents at the end of the year	9009927	202597

For NARENDRA BHANDARI & CO.
(CHARTERED ACCOUNTANTS)
FRN:-005125C
(Narendra Bhandari)
Partner
M.No. - 073961

CONFIDENCE TRADING COMPANY LTD .

Sd/-
Manoj Jain
Director

Sd/-
Lalitkumar Maroo
Director

PLACE :- INDORE
DATED :- 30/05/2011

ANNEXURE "B"

Balance Sheet Abstract And Company's General Business Profile

I. Registration Details

i) Registration No.	:	27874
ii) State Code	:	29
iii) Balance Sheet Date	:	31.03.2011

II Capital Raised During the Year (Rs.)

i) Public Issue	:	NIL
ii) Right Issue	:	NIL
iii) Bonus Issue	:	NIL
iv) Private Placement	:	NIL

III. Position of Mobilisation and Development of Fund (Rs.)

i) Total Liabilities	:	855,320
ii) Total Assets	:	3,437,063

Sources of Funds

i) Paid up Capitals	:	500,000
ii) Reserve & Surplus	:	0
iii) Secured Loans	:	0
iv) Unsecured Loans	:	855,320
v) Deferred Tax Liability	:	-

Applications of Funds

i) Net Fixed Assets	:	0
ii) Deferred Tax Asset	:	0
iii) Investments	:	0
iv) Net Current Assets	:	3,437,063

IV. Performance of Company (Rs.)

i) Turnover	:	41,568,837
ii) Total Expenditure	:	36,989,740
iii) Profit before tax	:	4,579,097
iv) Profit after tax	:	3,626,070
v) Basic/Diluted Earning Per Share	:	72.52
vi) Dividend Rate	:	0%

V. Generic Names of Three principle Products / Services of Company

Product	Code No.
i) Investment in Shares & Financing	Nil
ii) Consultancy	Nil

FOR AND ON BEHALF OF THE BOARD

Sd/- Manoj Jain DIRECTOR	Sd/- Lalitkumar Maroo DIRECTOR
---	---

Place : Mumbai
Date : 30th May 2011

CONFIDENCE TRADING COMPANY LIMITED

CONFIDENCE TRADING COMPANY LTD.
Regd. Off: C-2, IInd floor, Ram Mension, Pantheon Road,
Egmore, Chennai - 600 008.

PROXY FORM

Reg. Folio NO _____ No. of Shares: _____
D.P. I. D* _____ Client ID* _____

I / we _____ of _____
Being a share holder / shareholders of Confidence Trading Company Limited Hereby appoint _____ or failing him/her _____ as my/ our proxy to attend and vote for me / us and on my/ our behalf at the 30th Annual General meeting of the Company to be held on 11/08/2011 at 3.30 P.M. and at any adjournment thereof.

Signed this _____ day of _____ 2011.

Signature of the shareholder _____

Affix
Re. 1/-
Revenue
Stamp

Note: The Proxy form duly completed and signed must be deposited at the Registered office of the company not less than 48 hours before the time for holding the Meeting

*Applicable for shares held in electronic form.

CONFIDENCE TRADING COMPANY LTD.
Regd. Off: C-2, IInd floor, Ram Mension, Pantheon Road,
Egmore, Chennai - 600 008.

ATTENDANCE SLIP

30th Annual General Meeting

Reg.Folio NO. _____ No. of shares held _____

Name of the Attending Member _____

D.P.I.D* _____ Client I.D.* _____

I/We hereby record my/our presence at the 30th Annual General Meeting of the company at C-2, IInd Floor, Ram Mension, Pantheon Road, Egmore, Chennai -600 008.

Signature of the shareholder(s), / Proxy/ Representative _____

Note:

- 1) Member / proxy holder wishing to attend the meeting must bring the attendance slip to the meeting and hand over the same duly signed at the entrance.
- 2) Member/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

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- iv) Calculation of Number of shares used in computing Basic & Diluted EPS
(Calculated by using Weighted Average Method)

Date	Particulars	Number of shares	Time Period (In months)	Product
01/04/2010	Opening Balance	50000	12	6,00,000
	Total of Product			6,00,000
	Average Number of shares during the year (600000/12)			50,000

- v) There are no amounts due and outstanding to be credited to investor education & protection fund as at 31st March, 201
- vi) Auditors remuneration & expenses charges to accounts:-
Audit fees Rs. 16545/-
- vii) Information pursuant to the provisions of Part IV of Schedule VI to the companies Act, 1956 :-

I. Registration Details:			
Registration Number -	027874	State Code	29
Balance Sheet Date	30.05.2011		
II. Capital raised during the year: (Amount in Rupees '000)			
Public Issue	NIL	Right Issue	NIL
Bonus Issue	NIL	Private Placement	NIL
III Position of Mobilization & Deployment of funds (amount in Rs.'000)			
Total Liabilities			
Source of Funds:		Application of Funds:	
Paid-up Share Capital	5,00,000	Net Fixed Assets	-
Reserves And Surplus	-	Investments	
Secured Loan	-	Net Current Assets	34,37,063
Unsecured Loan	8,55,320		
IV Performance of the Company:			
Turnover	4,15,68,837		
Total Expenditure	3,69,89,740		
Profit before Tax	45,79,097		
Profit after Tax	36,26,070		
Earning per Share	72.52		
Dividend Rate (%)	-		
V. Generic Names of three principal products/services of the Company:		DOC trading commission	

For NARENDRA BHANDARI & CO.

Chartered Accountants

(FR No. 005125C)

Sd/-

(Narendra Bhandari)

Partner

M.No. 073961

For Confidence Trading Co.Ltd.

Sd/-

Sd/-

DIRECTOR

DIRECTOR

PLACE :- INDORE

DATED :- 30/05/2011