

# CONFIDENCE TRADING COMPANY LIMITED

## Notice of Extra Ordinary General Meeting

Notice is hereby given that the Extra Ordinary General Meeting (EGM) of the Members of **CONFIDENCE TRADING COMPANY LIMITED** will be held on **13<sup>th</sup> December, 2013, Friday** at **3:30 PM** at the Registered Office of the company at 9, Botawala Building, 3<sup>rd</sup> Floor, 11/13, Horniman Circle, Fort, Mumbai 400001 to transact the following business;

### 1. Sub Division of shares

To Consider, and if thought fit, to pass, with or without modification(s), the following as an Special Resolutions:

**“RESOLVED THAT** pursuant to the provision of Section 94 and other applicable provision, if any, of the companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company) Equity Share Capital of the Company be and hereby subdivided OF EVERY ONE (1) EXISTING ORDINARY SHARE OF Rs. 10/- EACH IN TO TEN (10) ORDINARY SHARES OF Rs.1/- EACH.

**RESOLVED FURTHER THAT** the Authorised Share Capital of the Company comprising 21,000,000 (Two Crore Ten Lac ) Equity Shares of the face value of Rs.10/- (Rupees Ten ) each aggregating to Rs. 210,000,000 (Rupees Twenty One Crore) by and hereby subdivided in to 210,000,000 (Twenty one Crore) Equity Shares of Rs. 1/- (Rupee One) each aggregating to Rs. 210,000,000/- (Rupeses Twenty one Crore).

**FURTHER RESOLVED THAT** the existing issued, subscribed and fully paid-up Equity Share Capital of the Company, comprising 1,02,50,000/- (One Crore Two Lac Fifty Thousand) Equity Shares of the face value of Rs. 10/- (Rupee Ten) each aggregating to Rs.102,500,000/- (Rupee Ten Crore Twenty Five Lac) be subdivided in to 102,500,000 (Ten Crore Twenty Five Lac) Equity Shares of the face value of Rs. 1/-(Rupee One) each aggregating to Rs.102,500,000/- (Rupee Ten Crore Twenty Five Lac).

**"FURTHER RESOLVED THAT** subject to the passing of Special Resolution, approval be and is hereby given to the Directors of the Company to subdivide every one (1) existing ordinary share of Rs.10/- each in the issued and fully paid-up capital of the Company, held by the registered shareholders of the Company with effect from the record date to be fixed, into Ten (10) ordinary shares of Rs.1/- each in the share capital of the Company ("Split Shares"), which will be fully paid-up.

**FURTHER RESOLVED THAT** the Split Shares shall, upon allotment and issue, rank pari passu in all respects with each other.

**FURTHER RESOLVED THAT** the Directors of the Company be and are hereby empowered, authorised and directed to do all such acts and things and take such steps, execute such documents as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and/or give effect to the Proposed Share Split with full powers to assent to any terms, modifications, conditions, variations and/or amendments as may be agreed to/required by the relevant regulatory authorities or as a consequence of any such requirement or as may be deemed necessary and/or expedient in the best interests of the Company."

**FURTHER RESOLVED THAT** no letter of sub-division shall be issued but the share certificates for the sub-divided new Equity Shares of Rs.1/- (Rupee One) each be delivered to share holders who hold the existing shares in physical form without calling for surrender of the share certificates held by them and the respective beneficiary account be credited with sub-divided new equity shares of Rs.1/- (Rupee One) each for such share holders who hold existing shares in dematerialized form.

**FURTHER RESOLVED THAT** , subject to the passing of the Ordinary Resolution, approval be and is hereby given to the Directors of the Company to:

(a) delete the existing Clause (V) A. of the Memorandum of Association of the Company in its entirety and substituting in its place thereof the following new Clause (V) A prior to the implementation of the Proposed Share Split:

VA. The Authorized Share Capital of the Company is Rs.210,000,000/- (Rupees Twenty One Crore ) divided into 210,000,000 (Twenty One Crore) ordinary shares of Rs.1/- (Rupee One) each.”

## 2. Change of Name of Company

**“RESOLVED THAT** pursuant to the provisions of Section 21 and other applicable provisions, if any, of the Companies act 1956, (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of the Registrar of Companies or any other authority as may be necessary, the consent of the members be and is hereby given to change the name of the Company from CONFIDENCE TRADING COMPANY LIMITED to CONFIDENCE FINANCE AND TRADING LIMITED.

**“RESOLVED FURTHER THAT** the name Confidence Trading Company Limited wherever appearing in the Memorandum and Articles of Association, documents etc. be substituted by the new name CONFIDENCE FINANCE AND TRADING LIMITED upon approval of the same by the Registrar of Companies.”

**“RESOLVED FURTHER THAT** Mr.A.R.Coutinho be and is hereby authorized to make the necessary application to the Registrar of Companies for the approval of the aforesaid name and to take all such steps that may be required to give effect to this resolution.”

REGISTERED OFFICE:  
9, Botawala Building, 3<sup>rd</sup> Floor,

11/13, Horniman Circle, Fort,  
Mumbai 400001

**Date:** 18<sup>th</sup> November, 2013

**By Order of the Board Of Directors**



**Manoj Jain**  
**Director**

**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) Members are requested to notify immediately any change in their address details to the Company's Registrar and Share Transfer Agents, M/s Purva Shareregistry (India) Pvt Ltd. 9, Shiv Shakti Industrial Estate, J. R Boricha Marg, Lower Parel (E), Mumbai-400 011.
- 4) 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 No.1**

The shareholders to note that the equity shares of your Company are listed on the Stock Exchange, Mumbai (BSE).The shares are actively traded on BSE.

The market price of the shares of the Company has witnessed significant spurt over the last 6 months. In order to improve the liquidity of the Company's shares in the stock market and to make it affordable to the small investors, the Board of Directors of the Company ('the Board') at their meeting held on 18<sup>th</sup> November 2013, considered it desirable to sub-divide the nominal value of the equity portion of the authorized share capital of the Company.

The shareholders may please note that presently the nominal value of the equity shares is Rs.10/- each and consequent to the sub-division it is being divided into 10 (Ten) equity shares of Rs.1/- each. The date on which this sub-division would become effective, will be decided by the Board after obtaining the shareholders' approval, which will be notified through the Stock Exchange.

Shareholders attention is also invited to the fact that in view of the foregoing, the existing Capital Clause V A in the Memorandum of Association of the Company relating to equity shares also need relevant amendment to give effect to the sub-division.

None of the Directors of the Company are interested in this resolution.

**ITEM No.2**

The Company is planning to enter into new business of Finance and related activities. To reflect the objects in the name of the Company the Board of Directors have decided to change the name of the Company as M/s. CONFIDENCE FINANCE AND TRADING LIMITED. The Directors trust that this change of name will have the members support and approval. This Business along with the present business will help us to face the competition in the present business scenario.

The Directors recommend the resolution for approval of the shareholders.

None of the Directors of the Company are interested in this resolution.

**CONFIDENCE TRADING COMPANY LIMITED**

Registered Office: 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400001  
Tel: 22662150 [www.ctcl.co.in](http://www.ctcl.co.in) [ctclbse@gmail.com](mailto:ctclbse@gmail.com)

**PROXY FORM**

Reg. Folio NO \_\_\_\_\_  
D.P. I. D\* \_\_\_\_\_

No. of Shares: \_\_\_\_\_  
Client ID\* \_\_\_\_\_

I/we \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ being a shareholder/ 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 Extra Ordinary General meeting of the Company to be  
held on 13/12/2013 at 3:30 pm. and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013

Affix  
Re. 1/-  
Revenue  
Stamp

**Signature of the shareholder** \_\_\_\_\_

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 LIMITED**

Registered Office: 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400001  
Tel: 22662150 [www.ctcl.co.in](http://www.ctcl.co.in) [ctclbse@gmail.com](mailto:ctclbse@gmail.com)

**ATTENDANCE SLIP  
Extra Ordinary General Meeting**

Reg. Folio NO \_\_\_\_\_  
D.P. I. D\* \_\_\_\_\_

No. of Shares: \_\_\_\_\_  
Client ID\* \_\_\_\_\_

**Name of the Attending Member** \_\_\_\_\_

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the company Regd. Off: 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400001.

**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 Notice for reference at the meeting.

# **BOOK POST**

**If undelivered please return to:**

**CONFIDENCE TRADING COMPANY LIMITED**

9, Botawala Building, 3rd Floor,

11/13, Horniman Circle,

Fort,

Mumbai 400001