



Scrutinizer's Report

To,
Board of Directors
Confidence Finance And Trading Limited
9, Botawala Building, 3rd Floor,
11/13, Horniman Circle, Fort,
Mumbai-400001

Dear Sir,

Sub: Passing of Resolution through Postal Ballot

I, Mr. Amit R. Dadheech, Practicing Company Secretary, Mumbai, appointed as a Scrutinizer by the Board of Directors of M/s. Confidence Finance And Trading Limited ('the Company') in terms of the Resolution approved by the Board in its meeting held on August 4, 2013 for seeking approval of the Shareholders of the Company by way of Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014, in respect of Special Resolution as required under 108 of the Companies Act, 2013, authorizing the Board of Directors of the Company for –

Alteration of Main Object Clause of Memorandum of Association of the Company by insertion of new sub clause (2) in Main clause III (A) to the existing clause III (A) (1) of the Memorandum of Association of the Company.

1. I have given my consent to act as a Scrutinizer for the said postal ballot process vide my letter dated August 4, 2013.
2. The Company mailed notices to all the members/shareholders of the Company on August 5, 2013 in electronic form through its Registrar and Transfer Agent (RTA) M/s Purva Share Registry (India) Private Limited along with the details of User ID and Password to the members, whose e-mail ID is registered with the Company as on July 25, 2014.





3. All the votes / ballots have been received through electronic means from the members and the Register is maintained under the electronic system as provided by the CDSL for the said purpose. The copy of the data received by CDSL is annexed to the Report.
4. In accordance with the provision of the Act read with the relevant rules, thereof, the e-voting process for the purpose of postal ballot was duly opened from August 5, 2014 to September 5, 2014 for allowing the shareholders to cast their vote. The authenticity of the votes casted by the members have been matched / confirmed with the Register of Members / list of beneficiaries of the Company as on July 25, 2014.
5. All the votes received electronically up to the close of working hours 11.00 a.m on September 5, 2014 being the last date and time fixed by the Company for receipt of the votes were considered for scrutiny.
6. There was no physical ballot form received from any member / shareholders of the Company during the period for which the voting was kept open.

The result of the Postal Ballot for which the votes were casted electronically is stated below:

	Particulars	Electronic	Total
1.)	Total postal ballot forms received	29	29
2.)	Total number of votes casted	16341209	16341209
3.)	Less: Invalid no. of votes casted	0	0
4.)	Valid no. of votes casted (Net)	16341209	16341209
5.)	Total no. of votes with assent for the Resolution	16341209	16341209
6.)	Total no. of votes with dissent for the Resolution	0	0





Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for alteration of Main Object Clause of the Memorandum of Association of the Company.

Promoter/ Public	No. of shares held	No. of votes polled*	% of Votes Polled on outstandin g shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	1825000	1825000	100	1825000	0	100	0
Public – Institution holders**	N. A	N.A	N.A	N.A	N.A	N.A	N.A
Public-others	14516209	14516209	100	14516209	0	100	0
Total	16341209	16341209	100	16341209	0	100	0

The total number of shares covered by invalid votes are NIL

As the votes cast in favour of the above resolutions amount to 100% it shall be deemed to have been passed with the requisite majority.

The results of voting of members by Postal Ballot in respect of the above mentioned resolution may accordingly be declared by the Chairman or any Director of the Company.

For Amit R. Dadheech & Associates

Amit R Dadheech
ACS No-22889, CP No-8952

Mumbai
September 6, 2014



CONFIDENCE FINANCE AND TRADING LIMITED

(Formerly known as Confidence Trading Company Limited)

Registered Office: 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400001

Tel: 22662150 www.ctcl.co.in ctclbse@gmail.com CIN L51909MH1980PLC231713

RESULTS OF POSTAL BALLOT

Results of the voting conducted through Postal ballot on the Special Resolution passed under section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-appointment thereof for the time being in force) for -

Alteration of Main Object Clause of Memorandum by insertion of new sub clause (2) in Main clause III A to the existing clause III A (1) of the Memorandum of Association.

The Company had appointed M/s. Amit R. Dadheech & Associates, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. Mr. Amit R. Dadheech has submitted report dated September 6, 2014 to the Company.

In accordance to clause 35B of the listing agreement, the voting was conducted electronically. The voting period was commenced on August 5, 2014 @ 11.00 AM and ended on September 5, 2014 @ 11.00 AM. The last date for receipt of duly completed Postal Ballot forms from the shareholder was Friday, September 5, 2014.

The result of the Postal Ballot is stated below:

Total No. of shareholders to whom Postal Ballot Notice(s) was sent: 635

	Particulars	Electronic	Total
1.)	Total postal ballot forms received	29	29
2.)	Total number of votes casted	16341209	16341209
3.)	Less: Invalid no. of votes casted	0	0
4.)	Valid no. of votes casted (Net)	16341209	16341209
5.)	Total no. of votes with assent for the Resolution	16341209	16341209
6.)	Total no. of votes with dissent for the Resolution	0	0

% of total Votes casted in favour of the Resolution: 100%

% of total Votes casted against the Resolution: 0

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Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for alteration of Main Object Clause of the Memorandum of Association of the Company.

Date of declaration of result of Postal Ballot: 08.09.2014

Total of shareholder as on July 25, 2014 635

Promoter/Public	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	1825000	1825000	100	1825000	0	100	0
Public – Institution holders**	N. A	N.A	N.A	N.A	N.A	N.A	N.A
Public-others	14516209	14516209	100	14516209	0	100	0
Total	16341209	16341209	100	16341209	0	100	0

*Under this column, the valid votes polled are mentioned

**Include Body Corporate

The Number of votes casted in favour of the Special Resolution is 16341209 (i.e. 100% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

For **Confidence Finance and Trading Limited**



Manoj Jain
Director
(DIN No-00165280)