

CONFIDENCE FINANCE AND TRADING 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

Date: 01/10/2017

To
The Manager,
Department of Corporate Services
BSE Ltd.
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir/Madam,

Sub: Declaration of Voting Results of the 37th Annual General Meeting (AGM) in terms of Regulation 44 of SEBI(Listing Obligations and Disclosure Requirments) Regulations, 2015

Ref : Scrip Code 504340

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosures Regulations) Regulations, 2015, we submit herewith the report on E-voting and Poll conducted at 37th Annual General Meeting on Saturday, 30th September, 2017.

Kindly take the same on record.

Thanking You

Yours Faithfully

For Confidence Finance and Trading Limited

 

Manoj Jain
Director
DIN: 00165280



DEEPIKA SINGHVI

Practicing Company Secretary

F-121-122, Siddhi Plaza, Pur Road, Bhilwara, Rajasthan-311001

FORM NO. MGT.13

Report of Scrutinizer

*[Pursuant to rule section 108 of the Companies Act, 2013 read with regulation 44 of SEBI(Listing obligation and disclosure requirements) regulations 2015 of listing agreement and rule 21(2) of the Companies (Management and Administration) Rules, 2014]
For Combined result of e-voting and Poll*

To,
The Chairman,
Confidence Finance and Trading Limited
9, Botawala Building, 3rd Floor, 11/13,
Horniman Circle, Fort,
Mumbai- 400001

Dear Sir,

Subject- Report on passing of resolutions through e-voting and poll conducted at 37th Annual General Meeting of the Equity Shareholders of Confidence Finance and Trading Limited held on Saturday, 30th September, 2017 at 10.00 A.M. at 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai Maharashtra, India.

I, **Deepika Singhvi (Practicing Company Secretary M. No. 41005)**, appointed as Scrutinizer by the board of directors of **Confidence Finance and Trading Limited** vide Board Resolution Dated **18th August, 2017** for the Scrutiny of the votes casted through e-voting and poll, in a fair and transparent manner on the below mentioned resolutions, at the 37th Annual General meeting of the Equity Shareholders of Confidence Finance and Trading Limited, held on Saturday, **30th September, 2017** at its Registered office 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai MH 400001 , as per the provisions of section 108 of the companies Act, 2013 read with rule 20 of the Companies (Management And Administration) Rules, 2014 and other applicable provisions of The Companies Act, 2013.

(A) The e-voting process that commenced from 9.00 A.M. on 26th day of September, 2017 and ended at 5.00 PM on 29th day of September, 2017.

(B) Physical voting conducted through poll at the Annual General Meeting of Confidence Finance and Trading Limited held on 30th day of September, 2017 at 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai, Maharashtra, India.



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1. The e-voting opened at 9.00 A.M. on 26th day of September, 2017 and ended at 5.00 P.M on 29th day of September, 2017. The company had appointed National Securities Depository limited (NSDL) as a service provider for extending the facility of e-voting to the shareholders of the company. Purva Share Registry (India) Private Limited, Mumbai are the registrar and transfer agents (RTA) of the company. The service provider accordingly had provided the system for recording the votes of shareholders electronically through e-voting on all items of business as specified in the notice dated 18th day of August, 2017.

2. At the annual general meeting of the company Confidence Finance and Trading Limited held on 30th day of September, 2017 at 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai, Maharashtra, India. The chairman informed that all the interested shareholders has voted through electronic means for all the resolutions set out in the notice of the annual general meeting of the company there is **no voting through poll** under section 109 of the Companies Act 2013.

3. The management of the company is responsible to ensure compliance of the applicable provisions of the Companies Act, 2013 and the Rules thereof and SEBI guidelines in respect of e-voting process and voting on poll. My responsibility as a Scrutinizer for the e-voting, physical ballot processes, and voting by poll is restricted to make a Scrutinizers report of the votes cast in "favour" or "against" the Resolution stated in the notice, based on the reports generated from the e-voting system provided by the national securities depository limited, the authorised agency to provide e-voting facilities, engaged by the company and physical ballots received by the Company by post and voting by poll process at the AGM venue as per the direction of the Chairmen of the meeting.

4. The result of electronic voting resolution-wise in annexed Herewith-**Annexure-A**

5. The result of e-voting is based on the data downloaded from the e-voting platform provided by National Security Depository limited (NSDL) and poll as per the ballot in the annual general meeting of the company.

6. The members of the company as on the cut off dates i.e. **22nd September, 2017** were entitled to vote on resolutions as set out in the notice of the 37th annual general meeting.



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7. The votes cast were unblocked in the presence of two witnesses who are not in the employment of the company. Thereafter the details containing inter-alia, list of equity shareholders who voted "for" "against" each of the resolution contained in the notice of AGM dated 18th august, 2017 that were put to vote were generated from the e voting website of NSDL i.e. <https://www.evoting.nsdl.com> and based on such report generated the result of e-voting.

For and on behalf of-



Deepika Singhvi
Practicing Company Secretary
M.NO.-41005
CP NO.-15588

Date-1st October, 2017

Place-Mumbai



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ANNEXURE-A

ELECTRONIC VOTING RESULTS

(a) Resolution No. 1-Ordinary Resolution for Adoption of financial statements for the financial year ended on March 31st, 2017 and the report of Board of directors and auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1837725	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b) Resolution No. 2- Ordinary Resolution for Appointment of Director in place of Mr. Manoj Jain (DIN-00165280) Who Retires by Rotation and Being eligible offer himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	1836725	99.95



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(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1000	0.05

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(c) **Resolution No. 3- Ordinary Resolution** for Ratification of Appointment of M/S Suresh Anchaliya & co., Chartered Accountant, Mumbai (Firm Registration No.- 112492W) for the year 2017-18 and to fix their remuneration.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1837725	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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(d) **Resolution No. 4- Ordinary Resolution** for change in designation of Mr. Manish Jain (DIN: 00165472) from Executive Director to Non-Executive Director of the company, liable to retire by rotation of Directors effective from 18th August, 2017.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1837725	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(e) **Resolution No. 5- Special Resolution** for Reappointment of Mr. Amruth Coutinho (DIN: 00477933) as Managing Director of the Company for a further period of 5 years commencing from 30th January, 2018

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1837725	100%



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(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(F) **Resolution No. 6- Special Resolution** for consolidating the authorized capital from as Rs. 21,00,00,000 (Twenty One Crores) consisting of 21,00,00,000 (Twenty One Crores) Equity Shares of Re.1/- (Rupee One only) to Rs. 21,00,00,000 (Twenty One Crores) consisting of 2,10,00,000 (Two Crores Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each fully paid up with effect from the "Record Date"

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	1836725	99.95%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1000	0.05%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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Practicing Company Secretary

F-121-122, Siddhi Plaza, Pur Road, Bhilwara, Rajasthan-311001

All other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

All the resolution contained in the notice dated 18th August, 2017 for 37th annual general meeting of the company stand passed under e-voting process with requisite majority.

I hereby confirm that i am maintaining the registers received from the service provider in respect of the votes cast through e-voting by the shareholders of the company. I shall be arranging to handover these records to the chairman of the company or such other person to be authorized by him in due course as prescribed in the said rules.

Thanking you,

Yours Sincerely,



Place: Mumbai

Dated: 1st October, 2017

Deepika Singhvi

Practicing Company Secretary

M.NO.-41005

CP NO.-15588

Name and Signature of the Scrutinizer