

Registered Office : 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad - 380 006.

BOARD OF DIRECTORS

- 1. Mr. Sanatan N Munsif
- 2. Mr. A.L. Sanghvi
- 3. Mr. Mohib N. Khericha
- 4. Mr. Ashok Kavdia
- 5. Mr. Deepak P. Singhvi

AUDITORS

M/s Mayank Shah & Associates Chartered Accountants 706, Mahakant Building, Opp. V. S. Hospital Ellisbridge, Ahmedabad –380006

COMPANY SECRETARY

Manoj Kumar Ramrakhyani

BANKERS

Corporation Bank HDFC Bank Ltd.

REGISTERED OFFICE

711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380 006

CIN L45201GJ1986PLC008577

WEBSITE

www.charteredcapital.net

SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai-400078.

ISIN No : INE 953B01010 BSE Code : 511696 ASE Code : 11705 Chairman Vice Chairman Managing Director Director Director

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the company will be held on Friday, September 30, 2011 at 11:30 a.m. at the registered office of the company at 711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380006 to transact the following business:

ORDINARY BUSINESS

- 1. To receive, consider and adopt the Audited Balance Sheet as on March 31, 2011 and the Profit and Loss Account for the year ended, the Report of Directors and Auditors Report thereon.
- 2. To appoint a Director in place of Mr. A.L. Sanghvi, who retires by rotation and being eligible, has offered himself for reappointment.
- 3. To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

By order of the Board of Directors

Place: Ahmedabad Date : September 3, 2011 Mohib N. Khericha Managing 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 and a proxy need not be a member of the company. A proxy in order to be effective must be lodged at the registered office of the company at least 48 hours before the commencement of the meeting.
- 2. Members/ proxies should bring attendance slip, duly filled in, for attending the meeting.
- 3. Members/ proxies attending the meeting should bring their copy of the Annual Report for reference at the meeting.
- 4. Members are requested to notify immediately any change in address:
 - To their Depository Participants (DPs) in respect of the electronic share accounts; and
 - To Registrar and Share Transfer Agent of the Company in respect of their shares in dematerialised form; and
- 5. The register of Members and share transfer books of the company will remain closed from Monday, September 26, 2011 to Friday, September 30, 2011 (both days inclusive).

6. As per the requirement of clause 49 of the listing agreement on Corporate Governance for appointment of the retiring directors/re-appointment of retiring Directors, a statement containing details of the concerned Directors is given below.

Mr. A L Sanghvi is retiring by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. A brief resume of the Director is mentioned below:

| Name of the Director | Mr.A.L.Sanghvi |
|--|---|
| Date of Birth | January 21, 1948 |
| Date of Appointment | January 11, 2005 |
| Expertise in specific functional areas | A Chartered Accountant active in professional practice for over 38 years. He has established himself as a well known Chartered Accountant in Ahmedabad. His activities includes corporate finance, advising on Taxation and other allied matters. He was Chairman of Finance, Economy and Banking committee of Gujarat Chamber of Commerce& Industry. He has been on the Board of Bank of Baroda for the period September 2001 to October, 2005 |
| Qualifications | FCA |
| List of outside Directorship held | Realtime Tradelinks Private Limited Realtime Corporate Services Private Limited |
| Chairman/member of the committee of the Board of Directors of the Company* | Member of Audit CommitteeMember of Shareholders/Investor Grievance Committee |
| Chairman/member of the committee of the Board of Directors of other Companies in which he is a director* | Nil |
| Shareholding in the company | 337600 |

*Only Audit Committee & Shareholders/Investor Grievance Committee has been considered.

- 7. Members requiring information on all documents referred to in the accompanying notice are requested to write to the Company for the same at least 7 days before the date of the meeting so as to enable the company to furnish the same.
- 8. Members who hold shares in dematerialized form are requested to bring their Client Id and DP ID for easier identification of attendance at the AGM.
- 9. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions to the company so as to reach at least 10 days before the date of the meeting, so that the information required will be made available at the meeting, to the best extent possible.

By order of the Board of Directors

Place: Ahmedabad Date : September 3, 2011 Mohib N. Khericha Managing Director

DIRECTORS' REPORT

To,

The Shareholders, Chartered Capital and Investment Limited

Your Directors are pleased to present herewith the 25th Annual report together with the Annual Audited Accounts of the Company for the year ended March 31, 2011.

FINANCIAL RESULTS

The Financial results for the year ended March 31, 2011 are summarized as under:

(Rs. in lacs)

| Particulars | For the year ended | |
|---|--------------------|------------|
| | 31/03/2011 | 31/03/2010 |
| Total Income | 858.17 | 561.84 |
| Profit (Loss) before depreciation and taxes | 609.53 | 355.76 |
| less: Depreciation | 1.87 | 1.67 |
| Less: Provision for taxes | 182.20 | 99.50 |
| Add: Deferred Tax Credit | 0.46 | (0.47) |
| Profit (Loss) After Tax | 425.01 | 255.06 |

OPERATIONS

During the year under review, gross income of the Company increased from 561.84 lacs during the previous year to Rs. 858.17 lacs during the current year i.e. an increase of 52.74%. During the year company has earned profit after tax of Rs. 425.01 lacs as against Profit after Tax of Rs. 255.06 during the previous year i.e. an increase of 66.63%. The gradual increase in the capital market has lead to an improvement in the overall performance of the company.

DIVIDEND

The Board of Directors does not recommend any dividend for the year 2010-2011 with a view to reinvest the profit for the operations of the Company.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the company, Mr. A.L. Sanghvi Director & Vice-Chairman of the Company, who retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

The brief resume/detail relating to the Director who is to be re-appointed is furnished in the Notes to the Notice of the Annual General Meeting. Members are considered to consider their re-appointment as Director of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report has been closed herewith vide "Annexure-A" and forms part of Director's Report.

CORPORATE GOVERNANCE

Your Company reaffirms its commitment to the standards of Corporate Governance as prescribed under Clause 49 of the Listing Agreement with the stock exchanges. A Report on Corporate Governance together with the Auditors Certificate on the same is annexed as part of the Annual Report.

Your Company has also adopted a "Code of Conduct" for its Directors and Senior Management, as prescribed under Clause 49 of the Listing Agreement.

CEO/CFO CERTIFICATION

A certificate from the Managing Director, pursuant to Clause 49(V) of the Listing Agreement has been placed before the Board at its Meeting held on September 3, 2011.

FUTURE OUTLOOK

The economic outlook for the year 2011, inflation, interest rates and current account deficit would be the reason for slowing the down the economic growth. RBI, alongside inflation concern, should think about the economic expansion of the country since the

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liquidity situation could get distressed and will put India's economic growth at risk. Moreover, the higher cost of credit will certainly have an impact in the corporate balance sheet, which will prevent the short term foreign inflows in the country to finance the current account deficit until inflation sustained below comfort zone of reserve bank. Inflation would continue to remain the predominant concern for the debt market. We are likely to witness a lot of activity in all the spheres of the capital market. Inflation risks stayed, while growth showed a sign of moderation. On current reckoning, growth is likely to stay around trend growth of around 8 per cent. However, downside risks have increased. Overall, some moderation in growth is expected in 2011-12.

STOCK EXCHANGES

The Company's shares are listed on Bombay Stock Exchanges Limited (BSE) and Ahmedabad Stock Exchange Limited (ASE). The company has paid necessary listing fees of both the stock exchanges for the year 2011-2012.

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 217 (2AA) of the Companies Act, 1956 the Directors would like to state that:

- i. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. The Directors have selected such accounting policies and 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 the financial year and of the profit or loss of the company for the period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguards in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities;
- iv. The Directors have prepared the Annual Accounts on a going concern basis.

DEPOSITS

During the year Company has not accepted any deposits under Section 58-A of the Companies Act, 1956.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

Particulars relating to the conservation of energy, technology absorption are not given as Companies (Disclosure of particulars in report of Board of Directors) Rules, 1988 is not applicable to the Company due to the nature of the Company's business operations, being an Investment Banking Company. During the year under review there has been no foreign exchange earning or outgo.

PARTICULARS OF EMPLOYEES COVERED UNDER THE (PARTICULARS OF EMPLOYEES) RULES, 1975

None of the employees of the Company was in receipt of remuneration in excess of the limits prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended, during the year under review.

AUDITORS AND AUDITORS' REPORT:

M/s Mayank Shah & Associates, Chartered Accountants, Ahmedabad hold office as Auditors of the Company until the conclusion of 25th Annual General Meeting and Board recommends their re-appointment till the conclusion of next Annual General Meeting.

The Company has received a certificate from Auditors under Section 224(1) of the Companies Act, 1956 to the effect that their reappointment, if made, would be within the prescribed limits under Section 224(1B) of the Act.

Members are requested to consider their re-appointment as Auditors of the Company for the current year at a remuneration to be decided by the Board of Directors.

The notes to the accounts referred to in the Auditors Reports are self explanatory, and, therefore do not call for any further comments.

ACKNOWLEDGEMENT

The Board of Directors wish to express their gratitude and appreciation for the continuous support and co-operation extended by the Banks, the Securities and Exchange Board of India, the Stock Exchanges, various Government authorities, Financial Institutions and all shareholders.

Your Directors would also like to take this opportunity to express their appreciation for the dedicated efforts of the employees of the Company.

For and on behalf of Board of Directors

| Place : Ahmedabad | Mohib N Khericha | A L Sanghvi |
|--------------------------|-------------------|---------------|
| Date : September 3, 2011 | Managing Director | Vice chairman |

ANNEXURE MANAGEMENT DISCUSSION & ANALYSIS

A. Industry Structure and Developments

The company is operating in the Merchant Banking industry; therefore its performance is largely dependent on the state of the capital markets and the macroeconomic conditions, within the country and globally.

The Indian economy's GDP growth has returned to its pre-crisis trajectory. As per data released by the Central Statistical Organization (CSO), GDP at factor cost is estimated at 8.6% in 2010-11. However inflation stayed beyond the RBI's comfort level, and thus led to an anti-inflationary stance shown by continuous monetary tightening. The deposit growth rate increased and credit growth decreased, which helped limit the inflationary pressures in the economy. Nevertheless, these pressures have continued to show, due to a series of supply shocks. Despite this, financial markets have remained orderly and asset prices have shown low volatility. However, indications of moderations in growth have also emerged, leaving the policymakers in the balancing act of inflation and growth.

Fund raising activities (Primary Security Market)

An efficient primary market is critical for resource mobilisation by corporate's to meet their growth and expansion plans. Equity markets in India showed volatility and tranquillity, during the global financial crisis. However, volatility has been low during the recovery period and has carried the same trend into the first quarter of 2011-12. Despite this, resource mobilization from the capital market through public issues has been low in the first quarter of 2011-12, when compared to the corresponding quarter in the previous financial year. This is due to the poor performance of IPO's after their listing which lowered investor confidence. The resources raised through public issuances were higher in 2010-11 than in the previous financial year, building it further from the subdued pace in 2008-09. Capital (equity and debt) was raised to the tune of 67609 crore through 91 issues during 2010-11, higher than 57, 555 crore mobilsed through 76 issues during 2009-10.

B. Opportunities & Threats

Opportunities

- Indian economy one of the fastest growing, whilst the global economy recovers from the financial crisis
- As per revised estimates released by the Central Statistical Organisation (CSO), the Indian economy grew by 8.5% in 2010-11, as compared to 8% in the previous financial year.
- New guidelines and regulations to promote orderly growth of securities market while ensuring transparency, efficiency, fairness, safety and integrity, which would increase the participation of investors.

Threats

- High domestic inflation, as headline inflation stayed around 9% in 2010-11.
- Global uncertainties, as the sovereign debt crisis unfolds in Europe, US credit rating downgraded, and a near stalling of growth in the developed world.
- High current account deficit, as quantitative easing in advanced countries may cause intensification of capital inflows into emerging market economies.
- Volatile stock markets, as they respond to domestic and global developments.
- Increasing crude oil and other commodity prices.

C. Segment-wise or Product-wise Performance

The Company is engaged primarily in Merchant Banking activities and there are no separate reportable segments as per the Accounting Standard 17.

D. Outlook

The May 3, 2011 Monetary Policy Statement projected baseline real GDP growth for 2011-12 at around 8.0 per cent. The baseline scenario envisages some moderation in growth partly as a result of the monetary stance, but this is consistent with the objective of controlling inflation. However, the extent of moderation will be limited by the overall buoyancy in consumption, in part an outcome of overall increases in real wages.

Whilst growth has remained robust, inflation continues to be a concern. Inflation has persisted at levels beyond the Reserve Bank's comfort level (averaging 9.5% in the first quarter of 2011-12), which is inimical to growth. Inertial dynamics in wage and food prices have exacerbated the inflationary pressures. Inflation risks have stayed and high inflation is likely to persist

during Q2 of 2011-12, though moderation in inflation is expected in the later part of the year. On the other hand, growth has showed signs of some moderation. While monetary policy has been considerably tightened, the policy exigency at this juncture warrants continuation of anti-inflationary stance to tame inflation and anchor inflationary expectations.

Though, the risks to growth cannot be overlooked by monetary policy. The challenge for the RBI, will be sustaining the level of growth, whilst tightening monetary policy further to lower inflation. The recent moderation in growth will certainly help to ease inflation, reinforced by a possible fall in global commodity prices.

E. Risk Management

While the business risk environment gradually improved during the year, several macro economic and regulatory developments required our close monitoring and interventions. In our key markets, business outlook indicators improved and the financial position of several key clients stabilized during the year. While unemployment rates in key markets moderated, they continued to be high prompting several government policy interventions. Macroeconomic developments in the Eurozone led to high volatility in currencies. Keeping in view the business risk environment, we closely monitored our competitive position and deployed interventions.

Our risk management approach and practices continued to focus on minimizing the adverse impact of risks on our business objectives and to enable the Company to leverage market opportunities based on risk-return parity. Our periodic assessment and monitoring of business risk and regulatory environment resulted in timely deployment of appropriate mitigation measures.

F. Internal Control Systems & Their Adequacy

We continued our emphasis on talent management relating to attraction, retention, engagement and competency development. The internal control systems lay down the policies, authorization and approval procedures. The adequacy of the internal control systems has been reported by the auditors under the Companies (Auditor's Report) Order, 2003.

G. Discussion on Financial Performance

During the year under review, gross income of the Company increased from 561.84 lacs during the previous year to Rs. 858.17 lacs during the current year i.e. an increase of 52.74 %. During the year, the company has earned profit after tax of Rs. 425.01 lacs as against Profit after Tax of Rs. 255.06 lacs during the previous year i.e. an increase of 66.63 %. The gradual increase in the capital market has lead to an improvement in the overall performance of the company.

H. Material Development in Human Resources / Industrial Relations Front, Including Number of People Employed

There has been no material development on the Human Resource / Industrial Relations front during the year. Employee relations at all levels continue to remain cordial. The Company had 12 employees as on March 31, 2011.

CAUTIONARY STATEMENT

Statements in this Management Discussion & Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic developments in the country and improvement in the state of capital markets, changes in the Government regulations, tax laws and other status and other incidental factors.

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement)

Company's Philosophy on Corporate Governance

Sound Corporate Governance is a key driver of sustainable corporate growth and long-term value creation for the shareholders and protection of their interests. It is about promoting corporate transparency, accountability and it is an effective tool for ensuring and maintaining integrity of the management. Good corporate governance practices have always been an integral part of your company's philosophy and it is committed to achieving and maintaining the highest standard of corporate governance. Corporate Governance practices have to not only deal with the growing size of the business but also the increase in complexities of the organisation structure that supports such aggressive growth. In India, Corporate Governance standards for listed companies are regulated by the Securities & Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement with the Stock Exchanges. Good corporate governance is an ongoing process for two reasons: to protect shareholders interest and to ensure that no shareholder benefits at the expense of others and the Board of Directors remain committed towards this goal.

A detailed Compliance Report in this regard is given below:

1. Company's Policy

The company perceives good corporate governance practices as an effective means for attaining higher corporate growth and long term shareholder value creation. The company firmly believes that its system and actions must be devoted for enhancing corporate performance and maximizing shareholder value in the long run. Our company treats the system of corporate governance not as a mere structure but as a way of corporate life.

2. Board of Directors

As on date, the Board of Directors of the company comprises of 5 Directors.

| Name | Category/ Designation | No. of outside Directorship and Committee membership/ Chairmanship | | | · | |
|-----------------------|--|---|--------------------|---------------------------------------|--------------|-----|
| | | Directorship | | Committee membership /Chairmanship | | |
| | | Public Company | Private Company | Membership | Chairmanship | |
| Mr. Sanatan N. Munsif | Non Executive Independent Director & Chairman | Nil | Nil | Nil | Nil | Nil |
| Mr. A. L. Sanghvi | PromoterDirector, Non Executive Director & Vice Chairman | Nil | 2 | Nil | Nil | Nil |
| Mr. Mohib N. Khericha | Promoter Director, Managing Director | 5 | 9 | 3 | 3 | Nil |
| Mr. Deepak P. Singhvi | Non Executive Independent Director | Nil | 3 | Nil | Nil | Nil |
| Mr. Ashok Kavdia | Non Executive Independent Director | Nil | 1 | Nil | Nil | Nil |

*Only Audit Committee & Shareholders/Investor Grievance Committee has been considered.

The attendance of the Directors of the company at the Board Meetings is as follows:

| Director | No. of | No. of Meetings | | |
|-----------------------|--------|-----------------|-----|--|
| | Held | Attended | | |
| Mr. Sanatan Munsif | 11 | 05 | No | |
| Mr. A.L.Sanghvi | 11 | 11 | Yes | |
| Mr. Mohib N. Khericha | 11 | 11 | Yes | |
| Mr. Ashok Kavdia | 11 | 11 | Yes | |
| Mr. Deepak Singhvi | 11 | 07 | No | |

The Board of Directors met 10 times during the year on the following dates:

April 29, 2010, July 23, 2010, July 31, 2010, August 4, 2010, August 24, 2010, September 3, 2010, September 30, 2010, October 6, 2010, October 30, 2010, January 24, 2011, February 8, 2011.

The Company placed before the Board various information including those specified under Annexure IA of the Listing Agreement, as applicable from time to time.

3. Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective codes have been made by the Directors and Senior Management of the Company.

DECLARATION

As provided under Clause 49 1D of the Listing Agreement of the stock exchanges, All Board Members and Senior Management Personnel have affirmed compliance with the code of conduct of the company for the year ended March 31, 2011.

| Mohib N. Khericha | Place : Ahmedabad |
|-------------------|--------------------------|
| Managing Director | Date : September 3, 2011 |

4. Audit Committee

Terms of Reference

- 1. To review the adequacy of internal control systems and internal Audit Reports and their compliance thereof.
- 2. To oversee the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- 3. To recommend the appointment of auditors and fixation of audit fees.
- 4. To review the financial statements before submission to the Board.

Composition of Audit committee

The Audit Committee of the company has been constituted with three directors, Viz.,

- 1. Mr. Ashok Kavadia Chairman
- 2. Mr. A L Sanghvi Member
- 3. Mr. Sanatan N Munsif- Member

The committee met 5 times during the year i.e. April 29, 2010, July 31, 2010, September 3, 2010, October 30, 2010 & February 8, 2011 and the attendances of members of the committee were as follows:

| Member | No. of Meetings | | |
|-----------------------|-----------------|----------|--|
| | Held | Attended | |
| Mr. Ashok Kavadia | 5 | 5 | |
| Mr. A L Sanghvi | 5 | 5 | |
| Mr. Sanatan N. Munsif | 5 | 5 | |

5. Remuneration Committee

The terms of reference of the Remuneration Committee, inter alia, consist of reviewing the overall compensation policy, service agreements and other employment conditions of Executive Director(s). The recommendation of the Remuneration Committee are considered and approved by the Board of Directors, subject to the approval of the shareholders.

The composition of the Remuneration Committee is:

- a) Mr. Sanatan N. Munsif- Chairman
- b) Mr. Ashok Kavdia Member
- c) Mr. A.L. Sanghvi Member

Non-executive directors are not paid any sitting fee for attending any Board Meetings or any meetings of the committee thereof. The Managing Director's remuneration is in conformity with the existent laws and regulations and approved by the shareholders. He was paid a total remuneration of Rs.14,49,360 including provident fund.

Meeting of the remuneration committee was held on August 2, 2010.

6. Shareholder's/Investor's Grievance Committee

As a measure of Good Corporate Governance and to focus on the shareholder's grievances and towards strengthening investor relations, an Investor's Grievance Committee has been constituted as a committee of the Board, to redress / minimize the grievance of shareholders/ Investors.

The functions of the committee are to specifically look in redressing investor's grievances pertaining to:

- a) Transfer of shares
- b) Dividends
- c) Dematerialisation of shares
- d) Replacement of lost/stolen/mutilated share certificates
- e) Any other related issues

The committee comprises the following Directors namely:

- 1. Mr. Ashok Kavdia Chairman
- 2. Mr. A.L. Singhvi Member
- 3. Mr. Mohib N. Khericha Member

During the year under review, no complaint was received from Shareholders/investors or Stock Exchange or SEBI. The Compliance officer of the Company is Mr. Manoj Kumar Ramrakhyani, Company Secretary of the Company.

7. CEO/CFO Certification

The Managing Director and the person heading the finance function has certified to the Board that:

- (a) They have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are incompliance with the existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of their knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) They accepted responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) They have indicated to the auditors and the Audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

The above certificate was placed before the Board at its meeting held on September 3, 2011.

8. Report on Corporate Governance

A separate section on Corporate Governance forms part of the Annual Report. A Certificate from the statutory auditors confirming compliance with all the conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement with the Stock Exchanges forms part of this report.

9. General Body Meeting

The location and time of the Annual General Meeting held during the last three years is as follows:

| Date | Venue | Time |
|--------------------|--|----------|
| September 30, 2010 | 711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380 006 | 11:30 am |
| September 18, 2009 | 711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380 006 | 11:30 am |
| September 30, 2008 | 711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380 006 | 12.30 pm |

No special resolution was passed at any of the above mentioned AGMs; neither was any special resolution passed last year through postal ballot. In addition, no special resolution is proposed to be passed in the ensuing AGM.

10. Notes on Director seeking Appointment/ Re-Appointment

Mr. A.L.Sanghvi, who retires by rotation and being eligible, has offered himself for re-appointment. Resolution seeking his reappointment as rotational director has also been incorporated in the Notice for the approval of the shareholders and his details have been enclosed in the Notice for the AGM i.e. a brief resume, nature of expertise in specific functional areas, names of directorship and committee membership etc.

11. Disclosures

There were no transactions of a materially significant nature with the promoters, the directors or the management, their subsidiaries or relatives that may have potential conflict with the interest of the company at large.

Transactions with related parties during the year are disclosed in the notes forming part of accounts in the Annual Report.

The Company has complied with all requirements of the listing Agreement with the Stock Exchanges as well as regulations and guidelines of SEBI. No penalty has been levied or stricture has been passed by SEBI, Stock Exchanges or any other regulatory authority on matters relating to the capital market in the last three years.

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement. The Company has also complied with non-mandatory requirement relating to remuneration Committee and has set up a Remuneration Committee.

12. Means of Communication

| Half-yearly report sent to each household of shareholders | : No |
|--|---|
| Which newspapers normally published in | : The Economic Times (Eng) Financial Express (Guj) |
| Any website, where displayed | : Yes, www.charteredcapital.net |
| Presentation made to Institutional Investors or to Analyst Management Discussion & Analysis forms part of this Annual Report. | : No |

GENERAL INFORMATION FOR SHAREHOLDERS

a) Annual General Meeting

Date : September 30, 2011

Time : 11:30 a.m.

Place : 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380006

b) The financial calendar (tentative)

Financial reporting for:

| Quarter ending June 30, 2011 | - | On or before August 15, 2011 |
|-------------------------------------|---|---------------------------------|
| Half year ending September 30, 2011 | - | On or before November 15, 2011 |
| Quarter ending December 31, 2011 | - | On or before February 15, 2012 |
| Year ending March 31, 2012 | - | on or before end of August 2012 |

c) Dates of Book closure : From Monday, September 26, 2011 to Friday, September 30, 2011 (Both days inclusive) (for the purpose of Annual General Meeting of the Company)

d) Registered Office:-

711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad-380006

Branch Office at Mumbai:-

418-C, "215 Atrium", Andheri Kurla Road, Andheri (East), Mumbai-400059

- e) The equity shares of the company are listed on the Ahmedabad Stock Exchange Limited (ASE) and Bombay Stock exchange Limited (BSE). The listing fees for the year 2011-2012 have been paid to both the Stock Exchanges where the shares of the Company are listed.
- f) Stock Code: Bombay Stock Exchange : 511696

Ahmedabad Stock Exchange : 11705

- g) Demat ISIN Number for NSDL and CDSL : INE953B01010
- h) Market price Data: High, Low during each month in last financial year i.e. April 1, 2010 to March 31, 2011 at Bombay Stock Exchange as below:

| Month | Highest Price (Rs) | Lowest Price (Rs) |
|----------------|--------------------|-------------------|
| April 2010 | 38.45 | 33.50 |
| May 2010 | 37.50 | 32.00 |
| June 2010 | 36.80 | 33.00 |
| July 2010 | 36.00 | 32.00 |
| August 2010 | 41.80 | 33.00 |
| September 2010 | 38.75 | 31.55 |
| October 2010 | 50.80 | 36.10 |
| November 2010 | 49.85 | 43.00 |
| December 2010 | 49.50 | 40.55 |
| January 2011 | 47.45 | 42.35 |
| February 2011 | 57.50 | 42.40 |
| March 2011 | 62.50 | 41.70 |

• Sources: www.bseindia.com

i) Registrar and Transfer Agents for Demat and Physical mode:

Link Intime India Private Limited, C-13 Pannalal Silk Mills Compound LBS Marg, Bhandup West, Mumbai-400078.

j) Share Transfer System: Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Shareholders/Investor Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if relevant documents are complete in all respect.

| No. of Shares | No. of Shares held | % of total shares | No. of Shareholders | % of Shareholders |
|------------------|-----------------------|-------------------|------------------------|----------------------|
| Up to 500 | 95995 | 3.19 | 615 | 75.18 |
| 501-1000 | 69428 | 2.31 | 81 | 9.90 |
| 1001-2000 | 47079 | 1.56 | 30 | 3.67 |
| 2001-3000 | 44494 | 1.48 | 17 | 2.08 |
| 3001-4000 | 42879 | 1.42 | 12 | 1.47 |
| 4001-5000 | 70521 | 2.34 | 15 | 1.83 |
| 5001- 10000 | 86783 | 2.88 | 12 | 1.47 |
| 10001 and above | 2554421 | 84.82 | 36 | 4.40 |
| Total | 3011600 | 100.00 | 818 | 100.00 |

Category of Shareholders as on March 31, 2011

| Category | No. of shares held | % of Shareholding |
|---|--------------------|-------------------|
| Promoters | 1559000 | 51.77 |
| Mutual funds and UTI | Nil | Nil |
| Private Corporate Bodies | 288320 | 9.57 |
| Indian Public | 1010833 | 33.56 |
| NRI/OCBs | 325 | 0.01 |
| Any Other (Clearing House, Clearing Member etc) 13122 | 0.44 | |
| Trusts | 140000 | 4.65 |
| Total | 3011600 | 100 |

1) Dematerialization of shares and Liquidity: 96.10 % of total paid up capital has been dematerialized as on March 31, 2011

m) The company has not issue any GDRs/ADRs /Warrants or any convertible instruments.

Address for Correspondence:

Company

Chartered Capital and Investment Limited, 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380006

Share Transfer Agent

Link Intime India Private Limited, C-13 Pannalal silk mills compound Lbs Marg, Bhandup West, Mumbai-400078

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To The Members of Chartered Capital and Investment Ltd.

We have examined the compliance of conditions of Corporate Governance by **CHARTERED CAPITAL AND INVESTMENT LTD.** for the year ended on March 31,2011, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof adopted by the Company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned listing agreement.

We further state that such compliances is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For MAYANK SHAH & ASSOCIATES CHARTERED ACCOUNTANTS (Firm Registration No. 106109W)

> (M.S.SHAH) *PARTNER* M.No.44093

Place : Ahmedabad Date : 03/09/2011

AUDITORS REPORT

To The Members of Chartered Capital and Investment Ltd. Ahmedabad.

We have audited the attached Balance Sheet of **CHARTERED CAPITAL AND INVESTMENT LIMITED** as at 31st March, 2011 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

- I. We conducted our audit in accordance with auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. 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 management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- II. As required by the Companies (Auditors Report) Order, 2003 as amended by The Companies(Auditor's Report) Amendment Order, 2004 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.
- III. Further to our comments in the annexure referred to in Paragraph II above:
 - a 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;
 - b In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
 - c The Balance Sheet and Profit & Loss account and Cash Flow Statement dealt with by this report are in agreement with the books of account:
 - d In our opinion, the Balance Sheet and Profit & Loss account and Cash Flow Statement comply with the accounting standards referred to in Sub-section 3 (c) of Section 211 of the Companies Act, 1956 except AS-15 as referred to in paraf below.
 - e On the basis of written representations received from the Directors, and taken on record by Board of Directors, we report that none of the Directors is disqualified as on 31st March 2011 from being appointed as director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - f In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the notes thereon and subject to Note-4 (regarding non provision of future liability of Gratuity) set out in Schedule 17 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:
 - i in case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2011 and
 - ii in case of the Profit & Loss Account, of the profit of the company for the year ended on that date.
 - iii in case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

For MAYANK SHAH & ASSOCIATES CHARTERED ACCOUNTANTS (Firm Registration No. 106109W)

> (M.S.SHAH) PARTNER M.No.44093

Place : Ahmedabad Date : 03/09/2011

ANNEXURE TO THE AUDITOR'S REPORT

(Annexure referred to in paragraph 2 of our Auditors Report of even date on financial statements of Chartered Capital and Investment Limited for the year ended on 31/03/2011)

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that:-

- 1. a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) According to the information and explanation given to us, the Company has formulated a regular programme of verification by which all the assets of the company shall be verified in a phased manner, which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. To the best of our knowledge, no material discrepancies were noticed on the verification conducted during the year as compared with the book records.
 - c) Fixed assets disposed off during the year were not substantial, and therefore, do not affect the going concern assumption.
- 2. The company has neither granted nor taken any loans, secured or unsecured, to or from companies, firms or other parties covered in the register maintained under section 301 of the act.
- 3. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of company and the nature of its business for the purchase of fixed assets and for the sale of services. During the course of our audit no major weakness has been noticed in the internal controls.
- 4. To the best of our knowledge and belief and as explained to us the Company has not entered into any transactions required to be entered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, clause 4(v)(b) of the order is not applicable.
- 5. In our opinion and according to the information and explanation given to us, the company has not accepted deposits from the public within the meaning of section 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
- 6. In our opinion, the company has internal audit system commensurate with the size and nature of its business.
- 7. a) According to the records of the company and information and explanations given to us the company is regular in depositing undisputed statutory dues including Provident Fund, Income Tax, and any other statutory dues with the appropriate authorities during the year.
 - b) According to the records of the company and information and explanation given to us there is no disputed statutory dues payable by the company.
- 8. a) The company does not have accumulated losses of more than 50% of its Net Worth at the end of the financial year.
 - b) The company has not incurred cash losses in the current as well as in the previous financial year.
- 9. According to the information and explanations given to us the company has not defaulted in repayment of dues to bank. The company had no transaction with financial institution and held no debentures outstanding during the year.
- 10. According to the information and explanation given to us the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 11. The provisions of any special statute applicable to chit fund, nidhi, or any mutual fund/Societies are not applicable to the company.
- 12. The company has maintained records of transactions and contracts in respect of trading in shares, debentures and other securities and timely periodic entries are made therein. All shares, debentures and other securities, in which company has invested, are held by the company in its own name, except to the extent of the exemption, granted under Section 49 of the Companies Act 1956.
- 13. According to information and explanations given to us, the company has not given guarantee for loans taken by others from banks or financial institutions.
- 14. The Company did not have any term loans outstanding during the year.
- 15. According to the information and explanation given to us and on an overall examination of the Balance Sheet of the company we report that no funds raised on short term basis have been used for long term investment by the company.

- 16. The company has not made any preferential allotment of shares to parties or companies covered in the register maintained under Section 301 of the Companies Act 1956.
- 17. The company has not issued any debentures during the period.
- 18. The company has not raised any money by way of public issues during the year.
- 19. During the course of our examination of the books of account and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
- 20. Looking to the nature of activities being carried on at present by the company and also considering the nature of matters referred to in the various clauses of Companies (Auditors Report) Order, 2003 clauses (ii) and (viii), of paragraph 4 of the aforesaid order, are in our opinion not applicable to the company.

For MAYANK SHAH & ASSOCIATES CHARTERED ACCOUNTANTS (Firm Registration No. 106109W)

Place : Ahmedabad Date : 03/09/2011 (M.S.SHAH) PARTNER M.No.44093

| Par | rticulars | Schedule | 31-03-2011 Amount Rs. | 31-03-201 Amount Rs |
|------------|--|----------------------|--------------------------|------------------------|
| | | | | |
| S 0 | URCES OF FUNDS | | | |
| 1 | SHAREHOLDER'S FUNDS | | | |
| | Share Capital | 1 | 30,116,000 | 30,116,00 |
| | Reserves & Surplus | 2 | 159,947,382 | 117,463,23 |
| 2 | LOAN FUNDS | | | |
| | Secured Loans | 3 | 13,430,217 | 18,835,54 |
| | Unsecured Loans | 4 | 1,094,994 | 1,094,99 |
| | Deferred Tax Liability | | 430,364 | 384,75 |
| | | TOTAL RS. | 205,018,957 | 167,894,52 |
| AP | PLICATION OF FUNDS | | | |
| 1 | FIXED ASSETS | 5 | | |
| | a) Gross Block | | 5,830,982 | 2,936,89 |
| | Less : Depreciation | | 929,500 | 1,225,90 |
| | Net Block | | 4,901,482 | 1,710,99 |
| 2 | INVESTMENTS | 6 | 126,858,883 | 97,063,11 |
| 3 | CURRENT ASSETS LOANS & ADVANCES | | | |
| | Sundry Debtors | 7 | 1,252,601 | 1,217,94 |
| | Cash & Bank Balances | 8 | 62,382,239 | 55,234,91 |
| | Loans & Advances | 9 | 43,545,107 | 29,382,09 |
| | | | 107,179,947 | 85,834,95 |
| | Less: CURRENT LIABILITIES AND PROVISIONS | | | |
| | Current Liabilities | 10 | 1,101,355 | 2,042,53 |
| | Provisions | 11 | 32,820,000 | 14,672,00 |
| | | | 33,921,355 | 16,714,53 |
| | Net Current Assets | | 73,258,592 | 69,120,41 |
| | | TOTAL RS. | 205,018,957 | 167,894,52 |
| No | tes on accounts | 17 | | |
| For | per our report of even date attached MAYANK SHAH & ASSOCIATES | For AND ON BEHALF OF | THE BOARD OF DIRECT | ORS |
| | <i>artered Accountants</i> rm Registration No. 106109W) | M.N.KHERICHA | MANAGIN | IG DIRECTOR |
| ΡA | .S.SHAH) <i>RTNER</i> No. 44093 | A. L. SANGHVI | VICE CHA | IRMAN |
| Pla | ice: Ahmedabad te : 03/09/2011 | MANOJKUMAR RAMRAKH | IYANI COMPANY | ' SECRETARY |

ANNUAL REPORT 2010-2011

BALANCE SHEET AS AT 31ST MARCH, 2011

| Particulars | Schedule | 31-03-2011 Amount Rs. | 31-03-2010 Amount Rs |
|---|-----------|--------------------------|-------------------------|
| INCOME : | | | |
| Income from Operations | 12 | 61,955,795 | 37,379,634 |
| Income from Investments | 13 | 17,793,242 | 12,100,353 |
| Other Income | 14 | 6,068,145 | 6,703,682 |
| | TOTAL RS. | 85,817,182 | 56,183,667 |
| EXPENDITURE | | | |
| Operating Expenses | 15 | 19,757,800 | 14,736,282 |
| Interest & Finance Charges | 16 | 1,220,594 | 2,230,297 |
| Loss on Sale of Investment | | 3,849,292 | 3,608,316 |
| Loss on sale of shares | | _ | 32,617 |
| Loss on Sale of Assets | | 36,027 | _ |
| Depreciation | | 186,786 | 167,113 |
| | | 25,050,499 | 20,774,625 |
| Profit Before Taxation | | 60,766,683 | 35,409,042 |
| Provision for Taxation | | 18,220,000 | 9,950,000 |
| Deferred Tax (Assets)/Liabilities | | 45,614 | (46,920) |
| | | 18,265,614 | 9,903,080 |
| Profit After Taxation | | 42,501,069 | 25,505,962 |
| Prior Period Income/(Expenses) | | _ | (45,650) |
| Add/Less : Exceess/(Short) Provision of Earlier Years | | (16,920) | (203,996) |
| Profit After Taxation & Prior Period Items | | 42,484,149 | 25,256,316 |
| Balance Brought Forward | | 92,814,126 | 67,557,810 |
| Balance Carried Forward | | 135,298,275 | 92,814,126 |
| Significant Accounting Policies & Notes on Accounts | 17 | | |
| Basic as well as diluted Earning per Equity Share(in Rs.) | | | |
| Earning per Share before prior period items | | 14.11 | 8.47 |
| Earning per Share after prior period items | | 14.11 | 8.39 |

CHARTERED CAPITAL AND INVESTMENT LIMITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31-03-2011

| As per our report of even date attached For MAYANK SHAH & ASSOCIATES | For AND ON BEHALF OF THE BOARD OF DIRECTORS | | |
|---|---|-------------------|--|
| <i>Chartered Accountants</i> (Firm Registration No. 106109W) | M.N.KHERICHA | MANAGING DIRECTOR | |
| (M.S.SHAH) PARTNER M. No. 44093 | A. L. SANGHVI | VICE CHAIRMAN | |
| Place: Ahmedabad Date : 03/09/2011 | MANOJKUMAR RAMRAKHYANI | COMPANY SECRETARY | |

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| Par | ticulars | | Year Ended 31-03-2011 Amount Rs. | Year Ended 31-03-2010 Amount Rs. |
|-----|--|----------------------|--|--|
| Α. | CASH FLOW FROM OPERATING ACTIVITIES | | | |
| | Profit before tax and extra ordinary items | | 60,766,683 | 35,409,042 |
| | Adjustment for : | | | |
| | Depreciation | | 186,786 | 167,113 |
| | Prior Period Income/(Expenses) | | _ | (45,650) |
| | Loss / (Profit) on sale of Assets | | 36,027 | (20,446 |
| | Loss/(Profit) on sale of Investments | | (10,664,135) | (5,530,855) |
| | Dividend Income | | (3,279,815) | (2,961,180 |
| | Loss / (Profit) on Sale of Trading of Shares | | _ | 32,617 |
| | | | 47,045,546 | 27,050,641 |
| | Adjustment for : | | | |
| | Current Assets | | (4,697,669) | 12,678,569 |
| | Current Liabilities & Provisions | | (1,030,102) | (17,731,590) |
| | Cash from operating activities | | 41,317,775 | 21,997,620 |
| | Income Tax paid | | (9,500,000) | (5,500,000) |
| | Net Cash from operating activities | (A) | 31,817,775 | 16,497,620 |
| B. | CASH FLOW FROM INVESTING ACTIVITY | | | |
| | Sale of Fixed Assets | | 13,000 | 1,056,992 |
| | Purchase of Fixed Assets | | (3,426,305) | (90,100) |
| | Purchase of Investment (Net) | | (19,131,632) | (23,215,320) |
| | Dividend Income | | 3,279,815 | 2,961,180 |
| | Loss on Sale of Trading of Shares | | _ | (32,617) |
| | Net Cash Generated from investing activities | (B) | (19,265,122) | (19,319,865) |
| C. | CASH FLOW FROM FINANCE ACTIVITY | | | |
| | Borrowing (Net) (Secured & unsecured loans) | | (5,405,328) | 356,910 |
| | Net Cash from financing activities | (C) | (5,405,328) | 356,910 |
| | NET INCREASE/(DECREASE) IN CASH/BANK BALANCE | D=A+B+C | 7,147,325 | (2,465,335) |
| | CASH & CASH EQUIVALENT - OPENING BALANCE | | 55,234,914 | 57,700,249 |
| | CASH & CASH EQUIVALENT - CLOSING BALANCE | | 62,382,239 | 55,234,914 |
| | per our report of even date attached MAYANK SHAH & ASSOCIATES | For AND ON BEHALF OF | THE BOARD OF DIRECT | ORS |
| Cha | rtered Accountants m Registration No. 106109W) | M.N.KHERICHA | MANAGIN | IG DIRECTOR |
| (M. | S.SHAH) RTNER | A. L. SANGHVI | VICE CHA | IRMAN |
| Pla | No. 44093 ce: Ahmedabad | MANOJKUMAR RAMRAKI | IYANI COMPANY | ' SECRETARY |

Place: Ahmedabad Date: 03/09/2011

| Particulars | | 31-03-2011 Amount Rs. | 31-03-2010 Amount Rs |
|---|-----------|--------------------------|-------------------------|
| SCHEDULE : 1 SHARE CAPITAL | | | |
| Authorised : | | | |
| 7000000 Equity Shares of Rs.10/- each | | 70,000,000 | 70,000,000 |
| | | | |
| | TOTAL RS | 70,000,000 | 70,000,000 |
| Issued, Subscribed & Paid-up : | | | |
| 3011600 Equity Shares of Rs.10/- each | | 30,116,000 | 30,116,000 |
| | TOTAL RS. | 30,116,000 | 30,116,000 |
| SCHEDULE : 2 RESERVES & SURPLUS | | | |
| 1) Share Premium | | 15,116,000 | 15,116,000 |
| 2) General Reserve | | 9,533,107 | 9,533,107 |
| 3) Profit & Loss Account | | 135,298,275 | 92,814,126 |
| | TOTAL RS. | 159,947,382 | 117,463,233 |
| SCHEDULE : 3 SECURED LOANS | | | |
| (I) From Corporation Bank | | 13,430,217 | 18,835,54 |
| (Secured against Fixed Deposit held in the name of the Company) | | | |
| | TOTAL RS. | 13,430,217 | 18,835,545 |
| SCHEDULE : 4 UNSECURED LOANS | | | |
| Inter Corporate Deposits | | 1,094,994 | 1,094,994 |
| | TOTAL RS. | 1,094,994 | 1,094,994 |

SCHEDULES ANNEXED TO AND FORMING PART OF ACCOUNTS AS ON 31ST MARCH, 2011

SCHEDULE : 5 FIXED ASSETS

| | PARTICULARS | | GROSS BI | .OCK (AT (| COST) | | DEPREC | IATION | NET BLOCK | | |
|-----------|-------------------------|--------------------|--------------------------------|----------------------------------|---------------------|--------------------|--------------------------------|----------------------------------|---------------------|---------------------|---------------------|
| Sr. No | | As On 1/04/2010 | Addition during the Year | Deductions during the Year | As On 31/03/2011 | As On 1/04/2010 | Addition during the Year | Deductions During the Year | As On 31/03/2011 | As On 31/03/2011 | As On 31/03/2010 |
| 1 | Office Building | 1,853,230 | _ | _ | 1,853,230 | 483,001 | 30,196 | _ | 513,197 | 1,340,033 | 1,370,229 |
| 2 | Furniture & Fixtures | 439,038 | 2,789,095 | 379,039 | 2,849,094 | 390,994 | 90,869 | 376,078 | 105,785 | 2,743,309 | 48,044 |
| 3 | Office Equipments | 215,420 | 292,520 | 100,400 | 407,540 | 62,724 | 16,359 | 56,431 | 22,652 | 384,888 | 152,696 |
| 4 | Electrical Installation | 10,000 | 117,290 | 10,000 | 117,290 | 7,849 | 2,808 | 7,904 | 2,753 | 114,537 | 2,151 |
| 5 | Computer Equipments | 383,144 | 227,400 | 42,781 | 567,763 | 269,852 | 43,128 | 42,781 | 270,199 | 297,564 | 113,292 |
| 6 | Vehicles | 36,065 | _ | _ | 36,065 | 11,488 | 3,426 | _ | 14,914 | 21,151 | 24,577 |
| | Total Rs. | 2,936,897 | 3,426,305 | 532,220 | 5,830,982 | 1,225,908 | 186,786 | 483,194 | 929,500 | 4,901,482 | 1,710,990 |
| _ | Previous Year Total | 4,434,172 | 90,100 | 1,587,375 | 2,936,897 | 1,609,623 | 167,113 | 550,829 | 1,225,908 | 1,710,990 | 2,824,549 |

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| 1 011 | icul | lars | | ANNUAL REPOR 31-03-2011 | 31-03-2010 |
|---|---|--|-------------------------|----------------------------|-----------------------------------|
| | | | | Amount Rs. | Amount Rs |
| | - | | | | |
| | | MENTS | | | |
| A) | | OTED | | | |
| | a) | Equity Shares for which Market | | | |
| | | Price is available | | 109,375,346 | 75,390,698 |
| | | (TOTAL MARKET VALUE) | | (134,644,743) | (95,638,369) |
| | b) | Equity Shares for which Market | | | |
| | | Price is not available | | 2,254,227 | 6,443,108 |
| | c) | Units of Mutual Fund | | 3,000,000 | 1,000,000 |
| | | | | 114,629,573 | 82,833,806 |
| B) | UN | QUOTED | | | |
| | a) | Equity shares | | 9,212,946 | 11,212,946 |
| | b) | Investment in Firm * | | 2,973,314 | 2,973,314 |
| | c) | Preference shares | | 43,050 | 43,050 |
| | | | | 12,229,310 | 14,229,310 |
| | | | | | |
| | | | TOTAL RS. | 126,858,883 | 97,063,116 |
| * | Сар | pital contribution in Partnership firm wherein company's sha | | | 97,063,116 |
| * | - | oital contribution in Partnership firm wherein company's sha cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 | | | 97,063,116 |
| SCH | Tot. | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 | | | 97,063,116 |
| SCH SUN | Tot EDU IDRY | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS | | | 97,063,116 |
| SCH SUN (Uns | Tot EDU IDRY secu | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS Irred Considered Good) | | | 97,063,116 |
| SCH SUN (Un: Deb | Tot EDU IDRY secu ts ou | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding | | | 97,063,116 |
| SCH SUN (Uns Deb | Tot EDU IDRY secu ts ou mon | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding | | | 97,063,116 |
| SCH SUN (Uns Deb Six | Tot EDU IDRY secu ts ou mon | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding | | 96%. | |
| SCH SUN (Uns Deb Six | Tot EDU IDRY secu ts ou mon | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding | are of Profit/Loss is S | 96%. | 1,217,948 |
| SCH SUN (Un: Deb Six = Othe Str | Tot EDU IDRY secu ts ou mon ers EDU | cal Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding | are of Profit/Loss is S | 96%. | 1,217,948 |
| SCH SUN (Un: Deb Six Othe Six SCH CAS | Tot EDU IDRY secu ts ou mon ers EDU H & | The form the firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding ths JLE : 8 | are of Profit/Loss is s | 96%. | 1,217,948 |
| SCH SUN (Un: Deb Six Othe SCH Cast | Tot EDU IDRY secu ts ou mon ers EDU H & a on | The second state of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding ths JLE : 8 BANK BALANCES | are of Profit/Loss is s | 96%. | 1,217,948 1,217,948 |
| SCH SUN (Un: Deb Six Othe SCH Cast | Tot EDU IDRY secu ts ou mon ers EDU H & n on k ba | Al Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding ths JLE : 8 BANK BALANCES Hand (Includes Rs. 260000 seized by the Income Tax Depa | are of Profit/Loss is s | 96%. | 1,217,948 1,217,948 |
| SCH SUN (Un: Deb Six Othe SCH Cast | Tot EDU IDRY secu ts ou mon ers EDU H & n on k ba In | Capital of the Firm is Rs. 31,06,062/- as on 31/03/2011 JLE : 7 Y DEBTORS ured Considered Good) utstanding for a period exceeding ths JLE : 8 BANK BALANCES Hand (Includes Rs. 260000 seized by the Income Tax Depa alance with Schedule Banks | are of Profit/Loss is s | 96%. | 1,217,948 1,217,948 334,465 |

| Particulars | | 31-03-2011 Amount Rs. | 31-03-2010 Amount Rs. |
|---|-----------|--------------------------|--------------------------|
| SCHEDULE : 9 LOANS & ADVANCES | | | |
| (Unsecured Considered Good) | | | |
| Advances recoverable in cash or in kind or for value to be received | | 10,076,188 | 8,578,906 |
| Tax paid in Advance and Ded.at source | | 32,671,440 | 15,024,302 |
| Share Application Money | | 450,000 | 450,000 |
| Deposits | | 8,000 | 8,000 |
| F.D. Interest Receivable | | 339,479 | 5,320,883 |
| | TOTAL RS. | 43,545,107 | 29,382,091 |
| SCHEDULE : 10 | | | |
| CURRENT LIABILITIES | | | |
| Sundry Creditors | | 27,575 | 27,575 |
| Other Liabilities | | 976,651 | 1,408,188 |
| Statutory Liabilities | | 97,129 | 606,774 |
| | TOTAL RS. | 1,101,355 | 2,042,537 |
| SCHEDULE : 11 PROVISIONS | | | |
| Provision for Taxation | | 32,820,000 | 14,672,000 |
| | TOTAL RS. | 32,820,000 | 14,672,000 |
| SCHEDULE : 12 INCOME FROM OPERATIONS | | | |
| Income from Merchant Banking | | 46,917,787 | 25,843,934 |
| Consultation Fees (Syndicate Fees) | | 4,500,000 | 2,500,000 |
| Underwriting Commission (Net) | | 10,538,008 | 9,035,700 |
| | TOTAL RS. | 61,955,795 | 37,379,634 |
| SCHEDULE : 13 INCOME FROM INVESTMENTS | | | |
| Profit on sale of Investments | | 14,513,427 | 9,139,171 |
| Dividend Income | | 3,279,815 | 2,961,180 |
| | TOTAL RS. | 17,793,242 | 12,100,351 |
| SCHEDULE : 14 OTHER INCOME | | | |
| Interest Income | | 5,097,259 | 5,211,827 |
| Profit on Sale of Shares | | 737,108 | |
| Profit on Sale of Assets | | _ | 20,446 |
| Profit on Sale of Futures & Options | | 117,772 | 1,469,458 |
| Brokerage | | 116,006 | 1,951 |
| | TOTAL RS. | 6,068,145 | 6,703,682 |
| | | | |

| Particulars | | | |
|---|-----------|--------------------------|--------------------------|
| | | 31-03-2011 Amount Rs. | 31-03-2010 Amount Rs. |
| SCHEDULE : 15 OPERATING EXPENSES | | | |
| Brokerage / Commission Exp. | | 77,196 | _ |
| Marketing Exp. | | _ | 100,000 |
| Internet Charge | | 13,394 | 12,986 |
| Staff Salary & Contribution to P.F. | | 4,105,867 | 2,820,812 |
| Office Expenses | | 13,050 | 10,150 |
| Postage and Telephone Expenses | | 237,988 | 217,018 |
| Insurance Exp. | | 2,893 | 1,454 |
| Legal and Professional Fees | | 8,090,093 | 6,769,390 |
| Sub. Membership & Reg.Fees | | 3,643 | 10,232 |
| Travelling Expenses | | 320,697 | 124,271 |
| Municipal Tax | | 16,500 | 49,362 |
| Electricity Expenses | | 118,431 | 107,954 |
| Conveyance & Vehicle Expenses | | 383,485 | 326,213 |
| Director Remuneration & Allowance | | 1,449,360 | 249,000 |
| Stationery & Printing Expenses | | 49,537 | 60,305 |
| Repairs & Maintenance | | 69,431 | 87,030 |
| Misc. Expenses | | 167,821 | 116,490 |
| Audit Fees | | 27,575 | 27,575 |
| Service Tax Expense | | 439,226 | 26,493 |
| Share Demat Expenses | | 24,243 | 26,168 |
| Advertisement Exp. | | 39,663 | 37,712 |
| Rent Exp. | | 159,000 | 31,500 |
| SEBI Registration Fees | | 166,668 | 166,667 |
| Donation | | 3,500,000 | 3,026,000 |
| Security Transaction tax | | 237,955 | 79,962 |
| Staff Welfare | | 44,084 | 143,610 |
| Write offs | | _ | 107,928 |
| | TOTAL RS. | 19,757,800 | 14,736,282 |
| SCHEDULE : 16 INTEREST AND FINANCE CHARGES | | | |
| Bank charges | | 4,653 | 5,938 |
| Interest Exp. | | 1,215,941 | 2,224,359 |
| | TOTAL RS. | 1,220,594 | 2,230,297 |

SCHEDULE: 17 SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

A. BACKGROUND

Chartered Capital and Investment Limited originally incorporated as a Private Limited Company, was converted into Public Limited Company in 1994. The Company is registered as Merchant Banker with the Securities & Exchange Board of India (SEBI). The Company is principally engaged in Merchant Banking activities.

B. SIGNIFICANT ACCOUNTING POLICIES

1. ACCOUNTING CONVENTIONS

I) Basis of Preparation of Financial Statements

The financial statements of the Company are prepared under the historical cost convention on accrual basis of accounting in all material respects in accordance with the notified Accounting Standards by Companies (Accounting Standards) Rules 2006 (as amended) and the relevant Provisions of the Companies Act, 1956. The accounting policies have been consistently applied by the Company during the year.

II) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at 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. Any revision to accounting estimates is recognized prospectively in current and future periods.

2. **REVENUE RECOGNITION**

Revenue is recognised when there is a reasonable certainty of its ultimate realisation.

- a Merchant Banking Activities fees are accounted on accrual basis in accordance with the terms and contracts entered into between the company and the counterparty.
- b Consultation fees are accounted on accrual basis depending upon progress of assignment.
- c Underwriting Commission is recognised on accrual basis and is exclusive of Service Tax.
- d Dividend Income is recognised when the right to receive payment is established.
- e Profit/Loss earned on sale of Investments is recognised on trade date basis. Profit/Loss on sale of Investments is determined based on the weighted average cost of the Investments sold. Profit/Loss on closed positions of Derivative instruments is recognised on final settlement or squaring up of the contracts. For Profit/Loss on Derivative instruments where the company has open positions at the year end refer Point 3 below.
- f Interest income is recognised on accrual basis.
- g Brokerage earned from primary market operations, i.e. procuring subscription from investors for public offerings of companies are recorded on determination of the amount due to the company, once the allotment of securities is completed.

3. A) EQUITY INDEX/STOCK-FUTURE

- Equity Index/Stock-Futures are marked-to-market on daily basis. Debit or credit balance disclosed under Loans & Advances or Current Liabilities, respectively, in the "Mark-to-Market Margin – Equity Index/Stock Future Account", represents the net amount paid or received on the basis of movement in the prices of index/Stock Futures till the balance sheet date.
- ii) As on the balance sheet date, the profit/loss on open positions in Index/Stock Futures are accounted for as follows:
 - Credit balance in the "Mark-to-Market Margin Equity Index/Stock Future Account", Being anticipated profit, is ignored & no credit is taken in the profit & loss account.
 - Debit balance in the "Mark-to-Market Margin Equity Index/Stock Futures Account", being anticipated loss, is recognised in the profit and loss account.
- iii) On final settlement or squaring-up of contracts for Equity Index/Stock Futures, the profit or loss is calculated as difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract in "Mark-to-Market Margin – Equity Index/Stock Futures Account" is recognised in the profit and loss account upon expiry or settlement of the contracts. When more than one contract in respect of the relevant series of Equity Index/Stock Futures contract to which the squared-up contract pertains is outstanding at the time of the squaring-up of the contract, the contract price of the contract so squared-up is determined using weighted average method for calculating profit/loss on squaringup.
- iv) "Initial Margin Equity Index/Stock Futures Account", representing initial margin paid, and "Margin Deposits", representing additional margin over and above initial margin, for entering into contracts for Equity Index / Stock Futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Loans and Advances.

B) EQUITY INDEX/STOCK-OPTION

- As at the balance sheet date, in the case of long positions, provisions is made for the amount by which the premium paid for those options exceeds the premium prevailing on the balance sheet, and in the case of short positions, for the amount by which premium prevailing on the balance sheet date exceeds the premium received for those options, and reflected in "Provisions for Loss on Equity Index/Stock Option Account"
- ii) When the Option contracts are squared-up before expiry of the options, the premium prevailing on that date is recognised in profit and loss account. If more than one option contract in respect of the same index/stock with the same strike and expiry date to which the squared-up contract pertains is outstanding at the time of squaring-up of the contract, weighted average method is followed for determining profit or loss. On expiry of the contracts and on exercising the options, the difference between final settlement price and the strike price is transferred to the profit and loss account. In both the above cases, premium paid or received for buying or selling the options, as the case may be, is recognised in the profit and loss account for all squared-up/settled contracts.
- iii) "Equity Index/Stock options margin account", representing initial margin paid and "Margin Deposit", representing additional margin paid over and above initial margin, for entering into contracts for Equity Index/Stock options, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Loans and advances.

4. FIXED ASSETS

Fixed Assets are stated at cost of acquisition/construction less Accumulated Depreciation and impairment loss if any. Cost of acquisition includes non refundable taxes, duties, freight and other costs that are directly attributable to bringing assets to their working condition for their intended use.

5. **DEPRECIATION**

Depreciation on Fixed Assets is provided on straight-line method on Pro-rata basis at rates and in manner specified in Schedule XIV of the Companies Act, 1956.

6. INVESTMENTS

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term Investments. Long term investments are stated at cost of acquisition. Provision for diminution in value of long term investments is made, only if such decline is other than temporary.

7. EMPLOYEE BENEFITS

1) Short Term Employees Benefit

Short Term Benefits are recognized as expenditure at the undiscounted value in the Profit and Loss Account of the year in which the related services as rendered.

- 2) Post Employment Benefit
 - Defined Contribution Plans Monthly contributions to the Provident Fund which is defined contribution schemes are charged to Profit and Loss Account and deposited with the Provident Fund Authorities on monthly basis.
 - b. Defined Benefit Plans Gratuity to Employees are recognised in Profit and Loss Account as when paid to Employees.
- 3) Termination Benefit

Termination Benefits are charged to Profit and Loss Account in the year of accrual.

8. BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

9. TAXES ON INCOME

Tax expense for a year comprises of current tax and deferred tax.

Current tax are measured at the amount expected to be paid to the tax authorities, after taking into consideration, the applicable deductions and exemptions admissible under the provisions of the Income tax Act, 1961.

Deferred tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing difference of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. If there is unabsorbed depreciation or carry forward of losses under tax laws, deferred tax assets are recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

10. PROVISIONS, CONTINGENT LIABILITIES AND CONTIGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

11. CASH FLOW STATEMENT

The Cash Flow Statement is prepared by the Indirect Method set out in Accounting Standards on Cash Flow Statement & presents cash flows by operating, investing & financing activities of the Company.

12. IMPAIRMENT OF ASSETS

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

C. NOTES ON ACCOUNTS

1. Profit and Loss Account includes Directors remuneration.

| | 31-03-2011 | (Rs. in '000) 31-03-2010 |
|---------------------------|------------|-----------------------------|
| Salary & Allowances | 1440.00 | 240.00 |
| Contribution to P.F. etc. | 9.36 | 9.00 |
| | 1449.36 | 249.00 |

- 2. Investments of the Company have been considered by the management to be of long-term nature and hence they are valued at cost of acquisition. In respect of quoted investments where the market value is lower than the acquisition cost, no provision is made for diminution in the value of such investments, since in the opinion of the board it is a temporary phenomenon and no provision is necessary.
- 3. In the opinion of the Directors, Current Assets and Loans and Advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the Balance Sheet.

4. Employee's Benefits

a) Defined Benefit Plan:

No Liability in respect of present or future liability of Gratuity has been ascertained and provided in the accounts (P.Y. not ascertained and provided for). This is in contravention with the accounting Standard 15 issued by the Institute of Chartered Accountants of India in respect of accounting for retirement benefits.

b) **Defined Contribution Plan:**

The Company has recognised the following amount in Profit and Loss Account which is included under contribution to funds.

| Particulars | <u>Amount (Rs.)</u> |
|---|---------------------|
| Employer's Contribution to Provident Fund | 79,131/- |

5. The company has been exempted from registration with Reserve Bank of India under Section 45 IA of Reserve Bank of India Act, 1934.

6. Effect of Accounting Standard 22 " Accounting for Taxes on Income".

| Nature of timing Difference | Deferred Tax (Liability) /Asset as at 1/4/10 | Deferred Tax (Liability) /Assets for the year | Deferred Tax (Liability) /Asset as at 31/3/11 |
|--------------------------------|---|--|--|
| Depreciation | (384750) | (45614) | (430364) |
| Total | (384750) | (45614) | (430364) |

7. The company is engaged in the business of providing consultancy services and merchant banking services in India and there are no separate reportable primary or secondary segments, as per Accounting Standard 17 Segment Reporting issued by the Institute of Chartered Accountants of India.

8. Expenditure incurred on employees in receipt of remuneration of not less than Rs.24,00,000/- per annum or Rs.2,00,000/- per month if employed for a part of the year.

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| | Employed throu | ughout the year | Employed for part of the year | | |
|------------------|----------------|-----------------|-------------------------------|---------|--|
| | 2010-11 | 2009-10 | 2010-11 | 2009-10 | |
| Salaries & Wages | Nil | Nil | Nil | Nil | |
| No. of Employees | Nil | Nil | Nil | Nil | |

9. Earnings per Equity Share:

| | 31-03-2011 | 31-03-2010 |
|--|-------------------|------------|
| Profit (Loss) after Tax (after adjustment for deferred taxes but before Prior period and extra ordinary ite | 42,501,069 | 25,505,962 |
| Profit (Loss) after Tax (after adjustment for deferred taxes and Prior period and extra ordinary items) | 42,484,149 | 25,256,316 |
| Weighted average number of equity shares | 3,011,600 | 3,011,600 |
| Earnings/(Loss) per share before Prior period and extraordinary items | 14.11 | 8.47 |
| Earnings/(Loss) per share after Prior period and extraordinary items | 14.11 | 8.39 |
| Nominal Value per share | 10 | 10 |

10. Quantitative details of Investments

A) Investments in Quoted Securities:

| | | | 0 | pening | Purch | nase/Bonus | 5 | Sold | C | losing |
|----|------|--|---------|-----------|---------|------------|---------|------------|---------|-----------|
| | | | Qty. | Amount | Qty. | Amount | Qty. | Amount | Qty. | Amoun |
| | | | (Nos) | (Rs.) | (Nos) | (Rs.) | (Nos) | (Rs.) | (Nos) | (Rs. |
| a) | Inve | stments in Equity Shares | | | | | | | | |
| | 1 | Antartica Graphics Ltd. | 5,300 | 87,590 | _ | _ | _ | _ | 5,300 | 87,59 |
| | 2 | Aqua Logistics Ltd. | 30,000 | 7,124,100 | 350,000 | 3,642,705 | 380,000 | 10,766,805 | _ | - |
| | 3 | Arrow Macro Ltd | 6,500 | 66,360 | _ | _ | _ | _ | 6,500 | 66,36 |
| | 4 | Ashoka Buidcon Limited | _ | _ | 52,132 | 17,422,808 | 49,632 | 16,587,294 | 2,500 | 835,51 |
| | 5 | Bajaj corp. Ltd | _ | _ | 3,073 | 2,215,558 | _ | _ | 3,073 | 2,215,55 |
| | 6 | Bedmutha Industries Limited | _ | _ | 15,678 | 1,673,697 | 15,678 | 1,673,697 | _ | - |
| | 7 | BGR Energy Ltd | 1,049 | 891,095 | _ | _ | _ | _ | 1,049 | 891,09 |
| | 8 | Brandhouse Retails Ltd. | 2,000 | 20,000 | _ | _ | 2,000 | 20,000 | _ | - |
| | 9 | Bhagwati Banquets & Hotels Ltd | 100,000 | 3,306,844 | _ | _ | _ | _ | 100,000 | 3,306,84 |
| | 10 | Cana Glass Limited | 7,600 | 103,832 | _ | _ | _ | _ | 7,600 | 103,83 |
| | 11 | Chennai Petrolium Ltd. | 4,200 | 269,081 | _ | _ | _ | _ | 4,200 | 269,08 |
| | 12 | Coal India Ltd. | _ | _ | 144,030 | 37,661,045 | 134,030 | 35,046,239 | 10,000 | 2,614,80 |
| | 13 | Credence Sound | 60,000 | 42,000 | _ | _ | _ | _ | 60,000 | 42,00 |
| | 14 | CMC Ltd | 1,000 | 525,449 | _ | _ | _ | _ | 1,000 | 525,44 |
| | 15 | DQ Entertainment Ltd. | 14,919 | 2,111,007 | _ | _ | _ | _ | 14,919 | 2,111,00 |
| | 16 | DCM Ltd. | _ | _ | 2,000 | 304,370 | _ | _ | 2,000 | 304,37 |
| | 17 | Dairy Den Ltd | 18 | 12,635 | _ | _ | _ | _ | 18 | 12,63 |
| | 18 | Dish TV India Ltd | 1,724 | 40,332 | _ | _ | 1,724 | 40,332 | _ | - |
| | 19 | Edelweiss Capital Ltd. | 4,000 | 1,710,896 | _ | _ | 4,000 | 1,710,896 | _ | - |
| | 20 | Electrosteel Ltd. | _ | _ | 191,280 | 2,198,426 | _ | _ | 191,280 | 2,198,42 |
| | 21 | Frontline Corporation Ltd. | 100 | 1,020 | _ | _ | _ | _ | 100 | 1,02 |
| | 22 | Future Capital Ltd | 1,007 | 1,077,916 | _ | _ | _ | _ | 1,007 | 1,077,91 |
| | 23 | Gujarat Mineral Development Corporation | 86,980 | 6,232,640 | _ | - | - | _ | 86,980 | 6,232,64 |
| | 24 | Gravita India Ltd. | _ | _ | 65,582 | 17,122,394 | _ | _ | 65,582 | 17,122,39 |
| | 25 | Gujarat Ind Power Corp. Ltd | 33,300 | 2,264,400 | _ | _ | _ | _ | 33,300 | 2,264,40 |
| | 26 | Gujarat Pipava Ltd. | _ | _ | 72,089 | 3,846,262 | 15,000 | 800,315 | 57,089 | 3,045,94 |
| | 27 | IL & FS Transportation Networks Ltd. | 20,557 | 5,804,359 | - | - | - | _ | 20,557 | 5,804,35 |
| | 28 | Industrial Finance Corporation of India | 50,000 | 678,750 | - | _ | - | _ | 50,000 | 678,7 |

| | | (| Opening | Purch | nase/Bonus | ; 9 | Sold | C | losing |
|----|----------------------------------|---------|------------|---------|------------|---------|-----------|---------|----------|
| | | Qty. | Amount | Qty. | Amount | Qty. | Amount | Qty. | Amour |
| | | (Nos) | (Rs.) | (Nos) | (Rs.) | (Nos) | (Rs.) | (Nos) | (Rs |
| 29 | Indiatalia Refcon Ltd. | 19,500 | 14,625 | — | — | _ | - | 19,500 | 14,62 |
| 30 | Janzen Cast Metal Ltd. | 5,000 | 51,050 | — | _ | — | - | 5,000 | 51,0 |
| 31 | Jaysingh Dyechem Ltd | 900 | 121,500 | — | _ | — | - | 900 | 121,50 |
| 32 | Jubilant Foodworks Ltd. | 2,500 | 410,331 | — | — | — | - | 2,500 | 410,3 |
| 33 | Jindal Cotex Ltd | 9,276 | 772,197 | 20,000 | 1,709,551 | 29,272 | 2,481,406 | 4 | 34 |
| 34 | Jyoti Laboratory Ltd | 15,215 | 2,654,745 | _ | _ | 12,215 | 2,131,299 | 3,000 | 523,4 |
| 35 | Kolte-Patil Developers Ltd | 12,500 | 2,404,194 | _ | _ | _ | _ | 12,500 | 2,404,1 |
| 36 | Lotus Eye Limited | 100,000 | 3,556,918 | — | — | 100,000 | 3,556,918 | _ | |
| 37 | Lippi Systems Ltd. | 7,100 | 4,658 | _ | _ | _ | _ | 7,100 | 4,6 |
| 38 | Moil ltd. | _ | _ | 18,923 | 10,405,150 | 14,923 | 8,205,679 | 4,000 | 2,199,4 |
| 39 | Mundra port & Special Econ. Ltd. | 44,580 | 7,512,952 | 10,000 | 1,591,820 | 15,000 | 2,527,911 | 39,580 | 6,576,8 |
| 40 | NHPC | 304,414 | 13,192,052 | — | _ | _ | _ | 304,414 | 13,192,0 |
| 41 | NEPC Agro Foods Ltd. | 31,333 | 824,667 | _ | _ | _ | _ | 31,333 | 824,60 |
| 42 | NEPC Textile Ltd. | 14,769 | 356,206 | — | — | _ | - | 14,769 | 356,2 |
| 43 | Network 18 India Ltd. | 1,901 | 28,611 | — | — | 1,901 | 28,611 | _ | - |
| 44 | NTPC | 3,352 | 207,824 | — | — | _ | - | 3,352 | 207,8 |
| 45 | Pradip Overseas Ltd. | 27,156 | 3,312,633 | _ | _ | 27,156 | 3,312,633 | _ | |
| 46 | Power Grid Corp OfIndia Ltd. | _ | _ | 232,600 | 22,651,807 | 25,000 | 2,434,631 | 207,600 | 20,217,1 |
| 47 | Persistent System Ltd. | 2,366 | 934,838 | _ | _ | 2,366 | 934,838 | _ | |
| 48 | Pratiksha Chemicals Ltd | 3,400 | 36,000 | _ | _ | _ | _ | 3,400 | 36,0 |
| 49 | Preyanshu Exports Ltd. | 5,500 | 84,242 | _ | _ | _ | _ | 5,500 | 84,2 |
| 50 | Prisam Cement Ltd. | 48,700 | 469,745 | _ | _ | _ | _ | 48,700 | 469,7 |
| 51 | Purohit Construction Ltd | 6,000 | 96,000 | _ | _ | _ | _ | 6,000 | 96,0 |
| 52 | Rain Commidities Ltd | 1,857 | 160,779 | _ | _ | 1,857 | 160,779 | _ | |
| 53 | Refnol Resin & Chemicals Ltd. | 33,049 | 325,563 | _ | _ | 13,839 | 136,327 | 19,210 | 189,2 |
| 54 | Reliance Industries Ltd.* | 8,804 | 3,075,276 | _ | _ | _ | _ | 8,804 | 3,075,2 |
| 55 | Reliance Power (Bonus Shares) | 720 | 173,404 | _ | _ | _ | _ | 720 | 173,4 |
| 56 | Rural Electrification Corp. | 10,787 | 1,551,958 | _ | _ | _ | _ | 10,787 | 1,551,9 |
| 57 | S.Kumar Notions Ltd. | 10,000 | 252,964 | _ | _ | _ | _ | 10,000 | 252,9 |
| 58 | Satyam Comp. Services | 3,600 | 1,347,406 | _ | _ | _ | _ | 3,600 | 1,347,4 |
| 59 | Shardul Securities Ltd | 1,100 | 38,465 | _ | _ | 1,100 | 38,465 | _ | |
| 60 | Simandhar Fin Ltd | 1,400 | 14,000 | _ | _ | _ | _ | 1,400 | 14,0 |
| 61 | SKS Micro Finance Ltd. | _ | _ | 5,736 | 5,823,003 | 5,736 | 5,823,003 | _ | |
| 62 | Tirupati Foams Ltd | 50,000 | 1,800,000 | _ | _ | _ | _ | 50,000 | 1,800,0 |
| 63 | Tata Consultancy Ser.Ltd. | 2,088 | 443,700 | _ | _ | _ | _ | 2,088 | 443,7 |
| 64 | TCI Finance Ltd | 27,000 | 73,170 | _ | _ | _ | _ | 27,000 | 73,1 |
| 65 | Tirupati Shetters Ltd. | 50,000 | 500,000 | _ | _ | _ | _ | 50,000 | 500,0 |
| 66 | Tisco Ltd. | 1,040 | 205,389 | _ | _ | _ | _ | 1,040 | 205,3 |
| 67 | TV—18 India Ltd. | 5,096 | 439,412 | _ | _ | _ | _ | 5,096 | 439,4 |
| 68 | VA Tech Wabag Ltd. | _ | | 1,885 | 3,128,795 | 1,885 | 3,128,795 | | |
| 69 | Wire & Wireless Ltd | 2,500 | 24,518 | _ | _ | 2,500 | 24,518 | _ | |
| 70 | Zee Telefilm | 3,000 | 1,961,275 | 3,570 | _ | _ | _ | 6,570 | 1,961,2 |
| 71 | Zee Learn Ltd. | _ | | 821 | _ | _ | _ | 821 | ,/ |
| 72 | Zee News Ltd | 1,356 | 30,232 | _ | _ | 1,356 | 30,232 | _ | |
| | | _, | 30,202 | | | _, | | | |

| | | | | Opening | Purch | nase/Bonus | ; 9 | Sold | C | losing |
|------|-------|-------------------------------|---------------|-----------------|---------------|-----------------|---------------|-----------------|---------------|-----------------|
| | | | Qty. (Nos) | Amount (Rs.) | Qty. (Nos) | Amount (Rs.) | Qty. (Nos) | Amount (Rs.) | Qty. (Nos) | Amount (Rs.) |
| b) | Inv | vestments in Mutual Fun | d | | | | | | | |
| | 1 | IDFC Mutual Fund | 100,000 | 1,000,000 | _ | _ | _ | _ | 100,000 | 1,000,000 |
| | 2 | DSP Black Rock Focus Fund 25 | _ | - | 100,000 | 1,000,000 | _ | _ | 100,000 | 1,000,000 |
| | 3 | Reliance Small Cap Fund | _ | - | 100,000 | 1,000,000 | - | - | 100,000 | 1,000,000 |
| | | TOTAL (b) | 100,000 | 1,000,000 | 200,000 | 2,000,000 | _ | _ | 300,000 | 3,000,000 |
| | | TOTAL (a + b) | 1,409,113 | 82,833,8051 | 1,389,399 1 | 133,397,391 | 858,170 1 | 01,601,623 | 1,940,342 | 114,629,573 |
| Inve | stmen | ts in Unquoted Securities: | | | | | | | | |
| a) | Inve | estments in Equity Shares | | | | | | | | |
| | 1 | Chatered Speed Pvt Ltd | 20,000 | 2,000,000 | _ | _ | 20,000 | 2,000,000 | _ | _ |
| | 2 | Chatered Motors P. Ltd | 102,225 | 2,044,500 | _ | _ | _ | _ | 102,225 | 2,044,500 |
| | 3 | G M Bell Healthcare Ltd | 180,000 | 4,680,000 | _ | _ | _ | _ | 180,000 | 4,680,000 |
| | 4 | TDPS Power Systems Ltd. | 378,084 | 2,488,446 | 756,168 | _ | — | - | 1,134,252 | 2,488,446 |
| | | TOTAL (a) | 680,309 | 11,212,946 | 756,168 | _ | 20,000 | 2,000,000 | 1,416,477 | 9,212,946 |
| b) | Inve | estments in Firm | | | | | | | | |
| | 1 | Shabina Enterprise | - | 2,973,314 | _ | _ | — | _ | - | 2,973,314 |
| | | TOTAL (b) | _ | 2,973,314 | _ | _ | _ | - | _ | 2,973,314 |
| c) | Inve | estments in Preference Shares | | | | | | | | |
| | 1 | Network 18 India PREF | 287 | 43,050 | _ | _ | _ | _ | 287 | 43,050 |
| | | TOTAL (c) | 287 | 43,050 | _ | _ | _ | _ | 287 | 43,050 |
| | | TOTAL (a+b+c) | 680,596 | 14,229,310 | | | 20,000 | | | 12,229,310 |

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Includes 2,000/- Nos. of share given as Initial Margin for Future & Option Contract.

11. Related Party Disclosure

а Names of related parties and nature of relationship where control exists are as under: Enterprise under significant influence of key management personnel : Shabina Enterprise TD Power Systems Ltd. b Names of other related parties and nature of relationship. Key Management Personnel : Mr. Sanatan N.Munsif -Chairman Mr. Mohib N.Khericha -Managing Director Mr. A. L. Sanghvi Vice Chairman -Transactions with related parties (Rs. In Lacs) С Nature of Transaction **Associate Entities** Key Management Personnel I. Finance a) Loan Taken Nil Nil b) Repayment of Loan Nil Nil **II.** Remuneration Nil 14.49 **III.** Outstandings a) Capital contribution in firm at year end 29.73 Nil

Note: No amounts pertaining to related parties have been provided for as doubtful debts. Also no amounts have been written off or written back during the year.

24.88

12. Expenditure In Foreign Currencies : NIL

b) Investment at year end

Nil

13. Auditors Remuneration

| 31-03-2010 | 31-03-2011 |
|------------|------------|
| Amt.Rs. | Amt.Rs. |
| 27,575/- | 27,575/- |

14. Micro, Small, Medium Enterprises Development Act, 2006

There are no Micro, Small and Medium Enterprises to whom the company owes dues, which are outstanding for more than 45 days as at 31st March, 2011. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

15. Previous years figures have been regrouped or rearranged wherever necessary to make them comparable with that of previous year.

16. BALANCE SHEET ABSTRACT AND THE COMPANY'S GENERAL BUSINESS PROFILE:

| 1. | Registration Details | | | |
|----|--------------------------------|------------------------------|-----------------------------|---------|
| | Registration No. | L45201GJ1986PLC008577 | State Code | 04 |
| | Balance Sheet Date | 31/03/2011 | | |
| 2. | Capital Raised During the Yea | r (Amt. In Rs. Thousands) | | |
| | Public Issue | Nil | Right Issue | Nil |
| | Bonus Issue | Nil | Private Placement | Nil |
| 3. | Position of Mobilisation and | Deployment of Funds (Amt. I | n Rs. Thousand) | |
| | Total Liabilities | 205,019 | Total Assets | 205,019 |
| | Sources of Funds | | | |
| | Paid up Capital | 30,116 | Reserve & Surplus | 159,947 |
| | Secured Loans | 13,430 | Unsecured Loans | 1,095 |
| | Deferred tax Liability | 431 | | |
| | Application of Funds | | | |
| | Net Fixed Assets | 4,901 | Investments | 126,859 |
| | Net Current Assets | 73,259 | Misc. Expenditure | Nil |
| 4. | Performance of the Company | (Amount in Rs.Thousands) | | |
| | Turnover (Including Other Inco | me) 85,817 | Total Expenditure | 25,050 |
| | Profit before Tax | 60,767 | Profit after Tax | 42,484 |
| | Earning Per Share (in Rs.) | 14.11 | Dividend Rate | Nil |
| 5 | Generic Names of The Princin | al Products/Services of Comr | any ITC Code not Applicable | |

5. Generic Names of The Principal Products/Services of Company ITC Code not Applicable.

- a Merchant Banking
- b Consultancy Service

Signature to Schedules 1 to 17.

| As per our report of even date attached For MAYANK SHAH & ASSOCIATES | For AND ON BEHALF OF THE BOARD OF DIRECTORS | | | |
|---|---|-------------------|--|--|
| Chartered Accountants (Firm Registration No. 106109W) | M.N.KHERICHA | MANAGING DIRECTOR | | |
| (M.S.SHAH) PARTNER M. No. 44093 | A. L. SANGHVI | VICE CHAIRMAN | | |
| Place: Ahmedabad Date : 03/09/2011 | MANOJKUMAR RAMRAKHYANI | COMPANY SECRETARY | | |

REGISTERED OFFICE: 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380 006.

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting venue

Members Folio No.

Client I.D.

D.P.I.D.

Name of the Member attending the Meeting

In case of proxy, Name of proxy

I Hereby record my presence at the 25th Annual General Meeting convened at the registered office of the Company at 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380 006 on **Friday, September 30, 2011.**

Member's / Proxy's Signature (To be signed at the time of handing over this slip)

NOTE: Members/ Joint Members are requested to bring the attendance slip with them.

CHARTERED CAPITAL AND INVESTMENT LIMITED

REGISTERED OFFICE: 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380 006.

PROXY FORM

| I/We | | | of |
|---|----------------|-------------------|-----------------------------|
| | | being a Memb | per /Members of |
| CHARTERED CAPITAL AND INVESTMENT LIMITED, | hereby appoint | | of |
| | or failing him | | |
| Or | | | |
| failing him | of | | |
| As my/our Proxy to attend and vote for me/us ar Friday, September 30, 2011 and at any adjourn | | eeting of the Com | pany to be held |
| Signed this | day of | 2011. | Affix Rs. 1/- Revenue |
| Signed by the said of | of | | Stamp |

Note:

If a member is unable to attend the Meeting, he may sign this form and send it to the Company's Registered Office at 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380 006. So as to reach them not less then 48 hour before the Meeting.

<u>BOOK - POST</u>

ТО, _____

If undeliverd please return to : **Chartered Capital And Investment Limited** Registered Office : 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380 006.