

ANNUAL REPORT

OF

SOFTRAK VENTURE INVESTMENT LIMITED

FOR THE YEAR

2009-2010

Softrak Venture Investment Limited

Board of Directors

Mrs. Dipti Shah
Mr. Bakan Shah
Mr. Dilip Shah

Chairman Independent and Non-Executive Director
Independent and Non-Executive Director
Independent and Non-Executive Director

Auditors

M/s. P. Dalal & Co.,
Chartered Accountants
75, Samast Brahmshatriya Society,
Bhattha, Paldi, Ahmedabad-380 007

Registered Office

6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad - 380 009

SOFTRAK VENTURE INVESTMENT LIMITED

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SOFTRAK VENTURE INVESTMENT LIMITED

NOTICE FOR ANNUAL GENERAL MEETING

NOTICE is here by given that Annual General Meeting of the Company will be held at 6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009 on 30th September, 2010 at 11.30 a.m. to transact the following business:-

ORDINARY BUSINESS:

1. To receive and adopt the audited balance sheet as 31st March, 2010 and profit & loss account of the company for the year ended on 31st March, 2010 and the Report of the Directors' and Auditors.
2. To appoint Director in place of Mr. Dilip Shah who retires by rotation and being eligible offers himself for reappointment.
3. To appoint the Auditors of the Company from the Conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

For & on behalf of the Board of Director

Date: 26/07/2010

Place: Ahmedabad

Sd/-
(Dipti Shah)
Director

Sd/-
(Dilip Shah)
Director

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF MEETING.
2. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the Company will remain closed from 18th September, 2010 to 30th September, 2010 (both days inclusive).
3. The shareholders are requested to bring their copy of Annual Report at the time of Meeting.
4. As a matter of convenience the shareholders are requested to inform their queries if any, the company in advance so as to enable the company to properly reply the same at the time of meeting.

For & on behalf of the Board of Director

Date: 26/07/2010

Place: Ahmedabad

Sd/-
(Dipti Shah)
Director

Sd/-
(Dilip Shah)
Director

SOFTRAK VENTURE INVESTMENT LIMITED

DIRECTORS' REPORT

To,
The Members

The Directors' present the Annual report on the business and operations of your Company for the year 2009-2010.

FINANCIAL RESULTS AND OPERATIONAL REVIEW:

Particulars	Year Ended 31.03.2010 (Rs. In lacs)	Year Ended 31.03.2009 (Rs. In lacs)
Gross Sales/Income	0.20	0.25
Less Depreciation	0.00	0.34
Profit/(Loss) before Tax	(429.80)	(430.72)
Taxes/Deferred Taxes	Nil	Nil
Profit/(Loss) After Taxes	(429.80)	(430.72)
P& L Balance b/f	(3185.42)	(2754.69)
Profit/ (Loss) carried to Balance Sheet	(3615.22)	(3185.42)

PARTICULARS OF EMPLOYEES:

There is no employee receiving salary of Rs. 24 Lac per annum or Rs. 2 Lac per month during the 12 Months period ended 31st March, 2010, the details as required to be furnished under section 217(2A) of the companies Act 1956 read with the Companies (Particulars of employee) Rules, 1975 as amended.

DIRECTORS:

Mr. Dilip Shah, Directors of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer them for re-appointment.

RESPONSIBILITY STATEMENT:

As required u/s 217(2AA) of the Companies Act, 1956 your Director confirms that in the preparation of the annual accounts.

The applicable accounting standards have been followed along with proper explanation relating to material departures.

Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, 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 the profit/loss of the company for that period.

Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

The annual accounts have been prepared on a going concern basis.

SOFTRAK VENTURE INVESTMENT LIMITED

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

As required under rule 3 of the Companies (Disclosure of Particulars in the report of Board of Directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are also Nil.

APPOINTMENT OF AUDITORS:

M/S. P. Dalal & Co., Chartered Accountants, Ahmedabad, the retiring auditors being eligible offer themselves for re-appointment. Members are requested to appoint them as auditors of the company for the next year till the conclusion of next Annual General Meeting of the Company.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public during the year under review. Your Company is listed with the Bombay Stock Exchange.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management discussion and analysis Report, pursuant to Clause 49 of the Stock Exchange Listing agreement, forms part of this Report and the same is annexed hereto.

REPORT ON CORPORATE GOVERNANCE:

A separate Report on Corporate Governance along with Certificate from Auditors on its compliance as annexed hereto.

SEGMENT:

Your Company is engaged in a single segment only.

ACKNOWLEDGEMENT:

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

For & on behalf of the Board of Director

Date: 26/07/2010

Place: Ahmedabad

**Sd/-
(Dipti Shah)
Director**

**Sd/-
(Dilip Shah)
Director**

SOFTRAK VENTURE INVESTMENT LIMITED

Report on Corporate Governance

(Pursuant to Clause 49 of the Listing Agreement)

A. Mandatory Requirements

The Board of Directors of the Company gives due support to the principles behind the good Corporate Governance. Given below is a report on Corporate Governance:

1. COMPANY'S PHILOSOPHY

The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the law coupled with total adherence to highest norms of business ethics. These two main drivers, together with the company's ongoing contributions to the local communities it operates in through meaningful and relevant Corporate Social Responsibility initiatives add to enhance the stakeholders value.

The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plant and facilities, transparency in decision making process and fair & ethical dealings with all, pollution free clean environment and last but not the least, accountability to all the stakeholders. These practices are being followed since the inception and have contributed to the company's sustained growth.

2. BOARD OF DIRECTORS

2.1 Composition of Board of Directors as on date of Report:

The Board of Directors as at 31st March, 2010 comprises of three non-executive directors. The Chairman is a non-executive director.

Name of Director	Category
Mrs. Dipti Shah	Chairman Independent and Non-Executive Director
Mr. Bakan Shah	Independent and Non-Executive Director
Mr. Dilip Shah	Independent and Non-Executive Director

2.2 Responsibilities of the Board

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Director. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.

2.3 Board Meetings and Attendance Record of Directors:

The meetings of the Board of Directors are held at periodical intervals and are generally at the Board Room of the Company. The meeting dates are decided well in advance and the agenda and notes on agenda are circulated in advance to the

SOFTRAK VENTURE INVESTMENT LIMITED

directors. All material information is incorporated in the notes on agenda for facilitating meaningful and focused discussion at the meeting. Where it is not perusable to attach supporting or relevant documents to the agendas, the same is tabled before the meeting. In case of business exigencies or urgency of matters, resolutions are passed by circulation. Senior Management persons are often invited to attend the Board Meetings and provide clarifications as and when required.

During the year under review, the Board met 10 times on the following dates: 25/04/2009, 18/05/2009, 15/06/2009, 03/07/2009, 17/08/2009, 30/09/2009, 24/10/2009, 23/11/2009, 28/01/2010, 15/02/2010

Extra Ordinary General Meeting:

No Extra Ordinary General Meeting held during the year under review.

Postal Ballot Resolution:

No postal ballot resolution was passed during the year under review.

Attendance of Directors at Meetings of Board of Directors and last AGM:

Name of Director	Category of Directorship	No. of other Directorship	No. of Board Meeting attended
Mrs. Dipti Shah	Chairman Independent and Non-Executive Director	N.A	10
Mr. Bakan Shah	Independent and Non-Executive Director	N.A	10
Mr. Dilip Shah	Independent and Non-Executive Director	N.A	10

2.4 Details of Directors seeking re-appointment at the ensuing Annual General Meeting

As per the provisions of the Companies Act, 1956, two third of the directors of a company should be retiring directors, of which one third of such directors are required to retire every year and if eligible, they qualify for re-appointment.

Mr. Dilip Shah retires by rotation at the ensuing Annual General Meeting and offers them for re-appointment.

Profile of Mr. Dilip Shah Director being appointed u/s 269 of the Companies Act, 1956

Name	Mr. Dilip Shah
Date of Birth	25/05/1957
Date of Appointment	11/10/1999
No. of shares held in the company	Nil
No. of warrants held in the company	N.A.
Directorship in other company	Nil

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2.5 Details of Directors who are as Chairman and Directors in other Public Companies

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 49 (C) (ii) across all the Companies in which he is a director. The necessary disclosure regarding Directorship and Committee position have been made by the Directors who are on the Board of the Company as on 31st March, 2010 and the same is reproduced herein below :

Sr. No.	Name of Director	No of Directorship in other Public Companies	No. of Committees positions held as Chairman on other public Companies	No. of Committees positions held as member in other public Company
1.	Mrs. Dipti Shah	--	--	--
2.	Mr. Bakan Shah	--	--	--
3.	Mr. Dilip Shah	--	--	--

3. COMMITTEE OF BOARD

The Company had Three Board Committees. These are

1. Audit Committee
2. Remuneration Committee
3. Share Transfer & Shareholders/Investor Grievance Committee

Moving with various committees formed and reported in the previous Annual Report and in line with the requirements of SEBI and Stock Exchanges, the Board has formally constituted the following committees of Directors.

3.1 Audit Committee:

The Audit committee constituted by the Board of directors as per the provisions of Clause 49 of the listing Agreements as well as in Section 292A of the Companies Act, 1956 as below.

a. Composition:

As on 31.03.2010, the Audit Committee comprised of three Directors namely:

Mrs. Dipti Shah	Chairman and Non Executive & Independent Director
Mr. Bakan Shah	Member -Non Executive & Independent Director
Mr. Dilip Shah	Member -Non Executive & Independent Director

The Audit Committee of the Board of Directors of the Company, Inter-aila, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

SOFTRAK VENTURE INVESTMENT LIMITED

The audit committee while reviewing the Annual Financial Accounts ensures compliance of the Accounting Standard (AS) issued by the Institute of Chartered Accountants of India.

Brief description of terms of reference:

A. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

B. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other Consultancy services provided by the statutory auditor.

C. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:

- Review the financial reporting process and disclosure of its financial information
- Review with the management, Annual financial statements before submission to the Board
- Review with the management, statutory Auditors and Internal Auditors and adequacy of internal control systems
- Review the company's accounting and risk management policies
- Review the company's accounting and management reporting systems and updates the same from time to time recommend the appointment and removal of statutory and Internal Auditors and fixation of fees for the same.
- Review quarterly financial statement.
- Review internal investigations made statutory/ Internal Auditors.
- Scope of Statutory/ Internal Audit
- Review fixed deposits/repayment systems etc.
- Any other applicable functions as described in Corporate Governance.
- Review related party transactions.

Executive summary of the Audit Committee Meetings are placed before the immediate next Board Meetings held after the Audit Committee for deliberations and the full minutes of the same are placed before the following Board Meeting for recode. The Board of Directors, regularly apprised on the recommendations for the Audit Committee, further, at the beginning of the financial year, the Committee discuss the plan for the internal audit and statutory audit.

Dates of the Audit Committee Meetings are fixed in advance and agenda is circulated to the Directors at least seven days before the meeting.

As required under Clause 49(III)(E) of the Listing Agreement, the Audit Committee had reviewed the following information:

- Management Discussion and analysis of financial condition and results of operations.
- Statement of significant related party transactions submitted by management
- Management letters/letters of internal controls, weaknesses issued by the Statutory Auditors.

SOFTRAK VENTURE INVESTMENT LIMITED

- Internal Auditors Reports relating to internal control weaknesses.
- Appointment, removal and terms of remuneration of the internal auditors.

During the year under review, the 4 Audit Committee were held during Financial Year 2009-10 The dates on which the said meetings were held as follows:

25/04/2009	03/07/2009	24/10/2009	28/01/2010
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3.2 Remuneration Committee:

The remuneration committee of the Company comprises of Mrs. Dipti Shah as a Chairman and members as Mr. Bakan Shah and Mr. Dilip Shah.

The Remuneration Committee reviewing the overall compensation policy, service agreements and other employments and other employment conditions of Managing / Whole time Directors and Managing Director etc.

There was no meeting of Remuneration Committee during the Financial Year 2009-10.

3.3 Share Transfer & Shareholders'/Investor Grievance Committee:

The Share Transfer & Shareholders'/Investor Grievance committee comprises as under:

Sr. No.	Name	Position
1	Mrs. Dipti Shah	Chairman
2	Mr. Bakan Shah	Member
3	Mr. Dilip Shah	Member

Mrs. Dipti Shah Chairman and Non Executive Director of the company was heading the committee as well as she was designated as the Compliance officer of the Company.

The committee is responsible for approving and monitoring transfers, transmission, splitting and consolidation of shares issued by the Company. In addition to that, the committee also monitors redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet etc., No sitting fees is paid to the committee members. The Committee reviewed redressal of investors Grievances pertaining to share transfer, dematerialization of shares, replacement of lost, mutilated and old share certificates, change of address etc. The committee has also taken steps to strengthening investors relations

The members of Committee meet 4 times in the following year:

14/04/2009	17/07/2009	19/10/2009	20/01/2010
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The status of shareholders' complaints received so far/number not solved to the satisfaction of shareholders/number of pending share transfer transactions (as on 31st March, 2010 is given below :

Complaints Status: 01.04.2009 to 31.03.2010

SOFTRAK VENTURE INVESTMENT LIMITED

- Number of complaints received so far : Nil
- Number of complaints solved : Nil
- Number of pending complaints : Nil

4. GENERAL BOARD MEETING:

a. Location and time where last three AGMs were held:

Year of AGM	Date of the AGM	Time	Place of AGM Held
2007	28/09/2007	11:30	6 th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad - 380 009
2008	29/09/2008	11:30	6 th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad - 380 009
2009	30/09/2009	11:30	6 th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad - 380 009

(b) All the resolutions including special resolutions set out in the respective notices were passed by the shareholders. The following special resolutions were passed in previous Three Annual General Meeting for the year:

2009

No special resolution passed in the year under review.

2008

No special resolution passed in the year under review.

2007

No special resolution passed in the year under review.

EXTRA ORDINARY GENERAL MEETING DURING THE YEAR 2009-10

No Extra Ordinary General Meeting held during the financial year under review.

5. DISCLOSURES:

a. Materially significant related party transactions:

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have not been provided in Notes forming parts of Accounts.

SOFTRAK VENTURE INVESTMENT LIMITED

b. During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for non- Compliance of any matter related to the capital market.

6. CEO/CFO CERTIFICATION:

(Under Clause 49(V) of Listing Agreement)

We Certify that --

a. We have reviewed the financial statements and the cash flow statement for the year 2009-10 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2009-10 which are fraudulent, illegal or violative of the Company's code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee -

- Significant changes in internal control over the financial reporting during the year 2009-10;
- Significant changes in accounting policies during the year 2009-10 and that the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which we 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 the financial reporting.

7. MEANS OF COMMUNICATIONS:

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc., are made available to the institutional investors/Financial Analysts as and when felt expedient.

The Management discussion and analysis forms part of the Annual Report.

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8. GENERAL SHAREHOLDER INFORMATION:

- a. Annual General Meeting: Date, Time and venue: 30th September, 2010, at 11.30 a.m. at the Registered Office of the Company.
- b. Financial Year: 1st April 2009 to 31st March, 2010.
- c. Financial Calendar:

1st quarterly results – last week of April, 2009.
2nd quarterly results – last week of July, 2009.
3rd quarter results – last week of October, 2009.
4th quarter results – last week of January, 2010.
- d. Date of Book Closure: 18th September, 2010 to 30th September, 2010
- e. Dividend Payment Date: N.A.
- f. Listing of Equity Shares on Stock Exchanges: The Company has paid Annual Listing Fees to the Stock Exchanges where the Company's shares are listed for the financial Year upto 21-02-2003.
- g. Stock Code: BSE 531529
- h. Demat ISIN number: **INE562E01013**
- i. High / Low of Monthly Market Price of the Companies Equity Shares traded on Bombay Stock Exchange during the financial year 2009-2010 are furnished below:

The trading of equity shares of the Company was suspended during the year and hence no Market Price Data is available during the year under review.
- j. Performance of the Company's shares in comparison with broad-based indices as BSE's Sensex: The Company has nothing to report on the matter.
- k. Registered and Transfer Agent: The Company has appointed M/s Sharepro Services (India) Private Limited as Registrar and Share Transfer Agent of the Company.
- l. Share Transfer System: Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period.

SOFTRAK VENTURE INVESTMENT LIMITED

m. Distribution of Shareholding as on Dated 31.03.2010

Share Holding of Nominal Value		Share Holders		Share Amount	
Rs.	Rs.	No.	% to total	In Rs.	% to total
Up to	5,000	645	42.72	2512410	0.56
5,001 to	10,000	341	22.58	3204700	0.71
10,001 to	20,000	191	12.65	3395800	0.75
20,001 to	30,000	88	5.83	2421180	0.54
30,001 to	40,000	37	2.45	1368370	0.30
40,001 to	50,000	62	4.11	3024000	0.67
50,001 to	1,00,000	77	5.10	6294000	1.40
1,00,001 &	above	69	4.57	428558540	95.07
Total		1510	100.00	450779000	100.00

n. Shareholding pattern as on 31.03.2010

acting in concert including promoter/directors group		
Companies	203000	0.45
b. Mutual Fund/Trust	NIL	0.00
c. Financial Institution Banks	NIL	0.00
d. Bodies Corporate	123050	0.27
e. Indian public	44751850	99.28
TOTAL	45077900	100

Dematerialization of shares: As on 31.03.2010. Demated shares accounted for 44827200 Equity Shares of total equity.

Outstanding GDR / ADR / Warrants: Not Applicable

O. Address for communication:

Softrak Venture Investment Limited
 Regd Off.
 6th Floor, Agrawal Complex,
 C.G. Road, Navrangpura,
 Ahmedabad - 380 009.

SOFTRAK VENTURE INVESTMENT LIMITED

Declaration of compliance with the code of conduct

All the Directors and senior management personal have, respectively, affirmed compliance with the code of conduct as approved and adopted by the Board of Directors.

For & on behalf of the Board of Director

Date: 26/07/2010

Place: Ahmedabad

**Sd/-
(Dipti Shah)
Director**

**Sd/-
(Dilip Shah)
Director**

SOFRÆK VENTURE INVESTMENT LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

Due to the age of the Information Technology Industry and its links with the social structure, the organizational structure that has emerged is a very complex one containing within it elements of continuity with traditional structures of small scale industries, as well as those that represent a break with them evolving as a much more organized and large scale industry like your Company.

Small scale reservation has been in existence for the Components and Technology products industry when reservation was extended from small Technology sector to a large number of industries where small scale is important. Post nineties there has been a gradual de-reservation and the entire Technology sector is now 'de-licensed' and 'de-reserved', paving the way for expansion on modern lines with state-of-the-art machinery and equipment. De-reservation thus constituted a major aspect of the changed conceptualization of small scale thereby increasing the export potential of the industry as a whole.

The changing lifestyles coupled with the increasing affluence of consumers is likely to lead to enhanced demand in the domestic market and export demand is expected to grow in days to come due to improved quality and cost competitiveness. Softrak Venture Investment Limited being an established player having object to carry on the business of industrial utilization of Technology products

OPPORTUNITIES AND THREATS

The Indian economy continues to stride forward and the last couple of years have witnessed impressive economic growth with the GDP growing at the rate of 8 -10%. Combined with the large opportunity from the huge domestic market and a burgeoning middle class, which is slated to grow ten times over the next fifteen years, the Indian economy presents great opportunities for business in India. It is expected that disposable income per capita will increase in India over the next few years.

With the rise in disposable and exposure in fashion trends, consumers today are on the lookout for technology and accessories that are high on the fashion aspect, without compromising on quality. Upwardly mobile youth are spending more on natural product and thrust is on variety and international trends. Professional women are increasingly spending more on technology products and this creates a new opportunity in the market to expand. Softrak Venture Investment Limited enjoys a very strong brand positioning with consumers in the Indian market and is quick to evolve its products to meet the changing needs of today's customers. Today, the Company is all set to emerge as a vibrant lifestyle brand offering fashionable products to consumers at an affordable price.

Organized retailers in India are also facing a threat from 'non-specialist' retailers like apparel retailers diversifying into natural product and discount hypermarkets and retailers introducing and promoting their own brands at competitive prices. These non-specialist retailers are likely to grow their market shares by increasing the range

SOFRAK VENTURE INVESTMENT LIMITED

of products offered, and shopping merchandizing space allocated to their own product. Your Company is prepared to meet these challenges by increasing the coverage open big stores, in best locations, shopping malls and developing aggressive product & pricing strategies to meet the expectation of the customers.

The challenge of real estate management for any retailer in India today is very large as the continuous evolution of modern retail spaces, combined with steep increase in rentals, presents real challenges. Your Company has been managing this challenge with negotiating low rentals for all new stores and reducing rentals in existing stores.

SEGMENT WISE OR PRODUCTWISE PERFORMANCE

Softrak Venture Investment Limited operates in only one segment in which it manufactures Technology products other useful raw material for new product.

OUTLOOK

Softrak Venture Investment Limited India's focus has been on expanding the presence of its stores, training employees, improving its product quality, collection, customer service and reducing the aged stock. Due to Company's strategy of aggressive retail expansion, up gradation of collection, Its entry into the safety natural product market has been equally successful.

Going forward, the Company remains committed to its shareholders and will continue to deliver great results with its strategy of retail and wholesale expansion, improvement in customer service, and by delivering to its customer's great products at great prices, which will ensure the continued success of Softrak Venture Investment Limited.

RISKS AND CONCERNS

CONTINGENT LIABILITY

There are no claims against the Company which have to acknowledge as debts which mentions in schedules to the Statement of Accounts. On the basis of current status of these positions there is no requirement for any legal advice obtained, the Company is confident that no provision is required in respect of Company at this point in time.

RISK RELATED TO CHANGES IN LAWS AND REGULATIONS

Any adverse change in the laws and regulations governing the natural product and Agro industry could affect the business and financial condition of the Company.

INTERNAL CONTROL SYSTEMS

The Company has an adequate system of internal controls in place to ensure that all assets are safeguarded and protected and that all transactions are authorized, recorded and reported correctly.

SOFTRAK VENTURE INVESTMENT LIMITED

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company has negative growth for some years but the Management is confident of turn around soon, barring unforeseen circumstances.

The Company is deploying its internal accruals for aggressive expansion program.

CAUTIONARY STATEMENT

Statements in the Management's discussion and analysis report describing the Company's 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 would make a difference to the Company's operations include demand-supply conditions, raw material prices, changes in Government regulations, tax regimes, economic developments within the country and outside the country and other factors such as litigation and labour negotiations.

CONCLUSION

The Directors place on record their sincere appreciation for the cooperation and support received from investors, our dear shareholders, customers, business associates, vendors as well as regulatory and governmental authorities.

The Directors appreciate the invaluable contribution of the management team in performing an outstanding job in taking the Company to greater heights and also thank the employees for the significant contribution made by them to the Company's progress.

We would like to specifically thank your Chairman for the untiring work in the re-organization of our company.

For & on behalf of the Board of Director

Date: 26/07/2010

Place: Ahmedabad

**Sd/-
(Dipti Shah)
Director**

**Sd/-
(Dilip Shah)
Director**

SOFTRAK VENTURE INVESTMENT LIMITED

Auditors' Compliance Certificate

To,
The Members,
SOFTRAK VENTURE INVESTMENT LIMITED
6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad - 380 009

We have examined the compliance of Corporate Governance by SOFTRAK VENTURE INVESTMENT LIMITED for the year ended on **31st March, 2010**, 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 procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate Governance. It is neither an audit nor an expression of to opinion on the financial statement 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 the above mentioned Listing Agreement.

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

**For, P. Dalal & Company,
Chartered Accountants**

**Date: 26/07/2010
Place: Ahmedabad**

**Sd/-
P. S. Dalal
(Proprietor)
M. No. 37983**

SOFRÆK VENTURE INVESTMENT LIMITED

AUDITORS' REPORT

To
The Members of
SOFRÆK VENTURE INVESTMENT LIMITED

We have audited the attached Balance Sheet of SOFRÆK VENTURE INVESTMENT LIMITED as at 31st March, 2010, the Profit and Loss Account of the company and the Cash Flow Statement for the year ended on that date, which we have signed under reference to this report. 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.

We conducted our audit in accordance with auditing standards generally accepted in India. Those 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 statements presentation. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditor's Report) (Amendment Order 2010) 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 to the extent to which it is applicable to the company.

2. Further to our comments in the annexure referred to in paragraph (1) above, state that:

a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit ;

b. In our opinion, proper books of account as required by the law have been kept by the Company so far as appears from our examination of such books ;

c. The Balance Sheet and Profit and Loss Account as referred to in this report are in agreement with the books of account ;

d. In our opinion, the Profit and Loss Account and the Balance Sheet of the company comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ;

e. in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner required and give a true and fair view ;

i) In case of Balance Sheet, of the state of Company's affairs as at 31st March, 2010 and

SOFTRAK VENTURE INVESTMENT LIMITED

- ii) In case of Profit and Loss Account, of the loss of the company for the year ended on that date.
- iii) In the case of the cash flow statement, of the case flow for the year ended on that date.

f. On the basis of confirmations received from the directors, none of the director is disqualified from being appointed as a director under clause (g) of sub-section (1) of Section 274 of the Companies act, 1956.

**P. Dalal & Company,
Chartered Accountants**

**Date: 26/07/2010
Place: Ahmedabad**

**Sd/-
P. S. Dalal
(Proprietor)
M. No. 37983**

SOFTRAK VENTURE INVESTMENT LIMITED

ANNEXURE TO AUDITORS' REPORT

RE: SOFTRAK VENTURE INVESTMENT LIMITED

(REFERRED TO IN PARAGRAPH (1) OF OUR REPORT OF EVEN DATE)

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The Company has physically verified all the assets during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.

(ii) In respect of its inventories.

(a) As explained to us, and according to the information and explanations given to us the company owned no inventories during the year.

(iii)(a) The company has not granted any loans, secured or unsecured, to any companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. According to the information and explanations given to us. So, provisions of clause (b), (c) and (d) is not applicable to the said company.

(b) The company has not taken any loans, secured or unsecured, from any companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. According to the information and explanations given to us.

(iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of fixed assets.

(v) In our opinion and according to the information and explanations given to us all the particulars of contracts or arrangements required to be made in the register maintained in pursuance of Section 301 of the Companies Act, 1956 has been made.

(vi) The company has not accepted any deposits within the year.

(vii) In our opinion, the company has an adequate internal audit system commensurate with the size and nature of its business.

(viii) The order made by the Central Government for the maintenance of cost records under section 209 (I) (d) of the Companies Act, 1956 is not applicable to the company.

(ix) According to the information and explanations given to us, in respect of statutory and other dues.

(a) The company has been regular in depositing undisputed statutory dues, Including Provident fund, Investor Education and protection fund, Employees State Insurance,

SOFTRAK VENTURE INVESTMENT LIMITED

Income Tax, Sales tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities during the year

(b) No disputed amount is pending.

(x) The Company have accumulated losses at the end of the year amounting to Rs. 36,15,22,210/- (Previous Year Rs. 31,85,41,710/- for 12 months) and has incurred cash losses during the current year amounting to Rs. 4,29,80,500/- (Previous Years Cash Loss Rs. 4,30,72,535/- for 12 months).

(xi) Based on our procedures on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to any financial institutions or banks.

(xii) According to the information and explanations given to us, the Company has not given any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks and financial Institutions.

(xiv) To the best of our knowledge and according to the information and explanations given to us, No term loans has been availed by the Company.

(xv) According to the cash flow statement and other records examined by us and the information and explanations given to us, on an overall basis, funds raised on short term basis have, prima facie, not been used during the year for the purposes for which the loans were obtained and vise-versa other than temporary deployment pending application.

(xvi) The company has not made any preferential allotment during the year.

(xvii) The company has not raised any money by public issue during the year.

(xviii) To the best of knowledge and belief and according to the information and explanations given to us, no fraud or by the company has been noticed or reported during the course of our audit.

**P. Dalal & Company,
Chartered Accountants**

**Date: 26/07/2010
Place: Ahmedabad**

**Sd/-
P. S. Dalal
(Proprietor)
M. No. 37983**

SOFRAK VENTURE INVESTMENT LIMITED

SOFRAK VENTURE INVESTMENT LIMITED BALANCE SHEET AS AT 31/03/2010

PARTICULARS	SCHE DULE	AS AT AMOUNT	AS AT 31/03/2010	AS AT 31/03/2009
I SOURCES OF FUNDS				
1 Shareholders Funds				
a) Share Capital	1	<u>450779000</u>	450779000	<u>450779000</u> 450779000
Total			450779000	450779000
II APPLICATION OF FUNDS				
1 Current Assets and Loans and Advances				
Current Assets				
a) Sundry Debtors	2	85875690		128775690
b) Cash and Bank Balances	3	1100		1600
c) Loan & Advance	4	4250000		4250000
		90126790		133027290
Less:- Current Liabilities and provisions	5	870000		790000
Net Current Assets			89256790	132237290
Profit & Loss A/C.			361522210	318541710
Total			450779000	450779000
Notes forming Parts of Accounts	7			

As per our Auditor's report of even date attached herewith.

For P. Dalal & Co.
Chartered Accountants.

Sd/-

Prashant Dalal
(Proprietor)

M. No.: 37983

Date : 26/07/2010

Place: Ahmedabad

For, Softrak Venture Investment Limited

Sd/-

Dilip Shah
Director

Date : 26/07/2010

Place: Ahmedabad

Sd/-

Dipti Shah
Director

SOFTRAK VENTURE INVESTMENT LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31/03/2010

PARTICULARS	SCHE DULE	AMOUNT Rs.	31/03/2010 AMOUNT Rs.	31/03/2009 AMOUNT Rs.
INCOME				
Computer Rent		0	15000	20000
Other Income			5000	5000
Total Income			20000	25000
EXPENDITURE				
Administrative Expenses	6		100500	163500
Bad debts Written off			42900000	42900000
Depriciation			0	34035
Total Expenses			43000500	43097535
Profit / (Loss) Before Taxation			-42980500	-43072535
Provision for Fringe Benefit Tax			0	0
Provision for Income Tax			0	0
Provision for Deferred Tax Liability			0	0
Profit / (Loss) After Taxation			-42980500	-43072535
Prior Period Adjustment			0	0
			-42980500	-43072535
Balance Brought Forward from Last Year			-318541710	-275469175
Balance Carried forward to Balance Sheet			-361522210	-318541710
Notes forming Parts of Accounts	7			

As per our Auditor's report of even date attached herewith.

For P. Dalal & Co.
Chartered Accountants.

Sd/-

Prashant Dalal
(Proprietor)

M.No.: 37983

Date : 26/07/2010

Place: Ahmedabad

For, Softrak Venture Investment Limited

Sd/-

Dilip Shah
Director

Date : 26/07/2010

Place: Ahmedabad

Sd/-

Dipti Shah
Director

SOFTRAK VENTURE INVESTMENT LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2010

Particulars	AMOUNT 2009-2010	AMOUNT 2008-2009
A.CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE INTEREST,TAX AND EXTRAORDINARY ITEMS	-42980500.00	-43072535.00
Adjustments for		
Depreciation	0.00	34035.00
Share/Debenture Issue Expenses written off	0.00	0.00
Preliminary Expenses Written off	0.00	0.00
Excess provision for Taxation/Dividend written back	0.00	0.00
	-42980500.00	-43038500.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		
Adjustments for increase/decrease in :		
Trade and Other Receivables	42900000.00	42900000.00
Inventories	0.00	0.00
Trade & Other Payables	80000.00	110000.00
CASH GENERATED FROM OPERATIONS	-500.00	-28500.00
Interest Paid	0.00	0.00
Direct Taxes Paid (TDS deducted from various income)	0.00	0.00
CASH FLOW BEFORE EXTRAORDINARY ITEMS	-500.00	-28500.00
EXTRAORDINARY ITEMS	0.00	0.00
NET CASH FROM OPERATING ACTIVITES (A)	-500.00	-28500.00
B.CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	0.00	0.00
Sales of Fixed Assets	0.00	0.00
Purchase of Investments/Increase in Investment	0.00	0.00
Sales of Investments/Decrease in Investment in AOP	0.00	0.00
Interest/Dividend Received	0.00	0.00
NET CASH USED IN INVESTING ACTIVITIES (B)	0.00	0.00
C.CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital	0.00	0.00
Proceeds from Long Term Borrowings	0.00	0.00
Proceeds from Short Term Borrowings	0.00	0.00
Share/Debenture Issue Expenses/Preliminary Expenses	0.00	0.00
Increase/(Decrease) in Unsecured Loan	0.00	0.00
Increase/(Decrease) in Current Liabilities		
Dividend Paid	0.00	0.00
NET CASH USED IN FINANCING ACITIVITES (C)	0.00	0.00
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	-500.00	-28500.00
CASH AND CASH EQUIVALENTS AS AT 1.4.2009	1600.00	30100.00
CASH AND CASH EQUIVALENTS AS AT 1.4.2010	1100.00	1600.00
NET INCREASE/DECREASE IN CASH EQUIVALENTS	-500.00	-28500.00

NOTE : FIGURES IN BRACKET SHOWS OUTFLOW

SOFTRAK VENTURE INVESTMENT LIMITED

AUDITORS CERTIFICATE

We have examined the above Cash Flow Statement of SOFTRAK VENTURE INVESTMENT LIMITED, AHMEDABAD for the year ended 31st March, 2010. The Statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 with Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of even date to the members of the company.

As Per our Attached Report of even date

**For P. Dalal & Co.
Chartered Accountants**

**Sd/-
Prashant Dalal
Proprietor
M. No.: 37983**

**Place : Ahmedabad
Date: 26/07/2010**

SOFTRAK VENTURE INVESTMENT LIMITED

Schedules attached to and forming part of the Balance Sheet as on 31/03/2010

PARTICULARS	As at 31/03/2010 RS.	As at 31/03/2009 Rs.
SCHEDULE "1" :- SHARE CAPITAL		
Authorised :-		
4,51,00,000 Equity shares of RS,10/- each (Previous Year 4,51,00,000 Shares)	451000000	451000000
	451000000	451000000
Issued, Subscribed and Paid up Capital :-		
Issued and Subscribed and paid up:		
4,50,77,900 Equity shares of Rs. 10/- each (Previous year 4,50,77,900 shares of Rs. 10 /- each)	450779000	450779000
	450779000	450779000
SCHEDULE "2" :- SUNDRY DEBTORS		
Sundry Debtors (Unsecured Consider)	128775690	171675690
Debtors From Investments	0	0
Advance recoverable in cash or kind or for value to be received	0	0
Total	128775690	171675690
Less: Bad Debts Written Off	42900000	42900000
	85875690	128775690
SCHEDULE "3" "CASH & BANK BALANCE"		
Cash on Hand	1100	1600
Balance with Schedule Banks	0	0
	1100	1600
SCHEDULE "4" ' LOANS & ADVANCE"		
Deposit with stock Exchange	250000	250000
Deposits	4000000	4000000
	4250000	4250000
SCHEDULE "5" " CURRENT LIABILITIES & PROVISIONS"		
Sundry Creditors	0	0
Outstanding Listing Fees (BSE)		
Opening Balance	790000	680000
Outstanding Listing Fees	80000	110000
	870000	790000

SOFTRAK VENTURE INVESTMENT LIMITED

PARTICULARS	As at 31/03/2010 RS.	As at 31/03/2009 Rs.
SCHEDULE "6" ADMINISTRATIVE EXPENDITURE"		
Remuneration to Employee	1000	4000
Conveyance & Travelling Expenses (Including For Directors)	0	2000
Stationery & Printing	2000	2500
Advertisement Expenses	0	1500
Electricity Expenses	1000	2000
Telephone & Postage Expenses	0	1000
Miscellaneous Expenses	2000	8000
Professional & Legal Charges	2000	1500
Listing Fee	80000	110000
Remuneration to Auditor	2500	2500
Sitting Fees (Directors)	10000	20000
Repair Expenses	0	2000
Vehicle Running Expenses	0	3000
Administrative General Expenses	0	3500
	100500	163500

SOFTRAK VENTURE INVESTMENT LIMITED

SCHEDULE - 7 - NOTES FORMING PARTS OF ACCOUNTS

(1) SIGNIFICANT ACCOUNTING POLICIES:

- (a) General:
- (i) The Accounts of the Company are prepared under the historical cost convention using the accrual method of accounting and on the accounting principal of going concern basis.
 - (ii) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.
- (b) Fixed Assets:
Fixed assets are stated at cost less depreciation.
- (c) Depreciation:
Depreciation has been provided in the accounts on straight-line method at the rates specified in Schedule XIV of the companies Act, 1956. Depreciation on assets acquired during the year and additions thereto is calculated pro rata from the following month of the addition thereto.
- (d) Investments: Investments, if any, are stated at cost price.
- (e) Sales:
Sales include excise duty only and net of sales tax, returns and discounts, if any.
- (f) Prior period and extraordinary items:
Items of income and expenditure pertaining to prior period Items as well as extraordinary items, where material are disclosed separately.

(2) CONTINGENT LIABILITIES:

Claims against the Company not acknowledged as debts for income tax for as at 31st March, 2010 is NIL.

- (3) Retirement benefits, gratuity, leave encashment, etc. has not been provided in the accounts by the Company. They have been dealt with on cash basis. This is not in accordance with Accounting Standard 15 for Accounting for Retirement Benefits in the Financial Statements of Employers issued by the Institute of Chartered Accountants of India.
- (4) In view of the accumulated losses, unabsorbed depreciation and current losses, the Company has not recognized deferred tax assets (net) in accordance with the Accounting Standard 22 issued by the Institute of Chartered Accountants of India by way of prudence.
- (5) Due to continuing losses, the net worth of the Company has been eroded by more than fifty percent thereof; However, it is informed that the Company

SOFTRAK VENTURE INVESTMENT LIMITED

has been in dialogue with the various parties and shall propose the restructuring of capital structure for adequate net worth and working capital funds to be made available in future for continuing the operation. Accordingly, the accounts for the year have been prepared on a going concern basis.

- (6) Balance of creditors, other liabilities, debtors, loans and balances with banks, in current accounts and deposits are subject to confirmation and reconciliation as in the case of banks. In respect of the old debtors, the Auditor has relied on the judgment of the management of the company as to the recoverable in absence of direct confirmation.

- (7) Earning Per Share (E.P.S)

Period	Current Year Amount (Rs.)	Previous Amount (Rs.)
Net Profit / (Loss) After Tax	(42980500)	(43072535)
Weighted Average No. of Equity Shares	45077900	45077900
(Face Value Rs. 10/- each)		
Basic and Diluted E.P.S.	(0.95)	(0.95)

- (8) As certified by the management of the Company, there is bad debts from the parties who failed to repay to the Company and accordingly bad debts amounting to Rs.4,29,00,000/- has been written off.

- (9) As informed by the management, the Company has not required to maintain cost records under section 209(1)(d) of the Companies Act, 1956 and rules made there under by the Central Government in this regard.

- (10) The details as to the names of the Small Scale Industrial undertakings to whom the Company owes a sum, and which is outstanding for more than 30 days as on 31st March 2010 have not been given in view of information in this regard not made available to us.

- (11) The names of related parties with relationship and transactions with them are disclosed as under:

Sitting Fees Paid to Mr. Bakan Shah	Rs. 3,000/-
Sitting Fees Paid to Mr. Dilip Shah	Rs. 3,000/-
Sitting Fees Paid to Mrs. Dipti Shah	Rs. 4,000/-

SOFTRAK VENTURE INVESTMENT LIMITED

(12) Profit & Loss account includes Managerial remuneration:

	2009-2010 (Rs.)	2008-2009 (Rs.)
Salary and Perquisites	Nil	Nil

(13) In the opinion of the management of the Company, the Company has only one segment viz. Computer and Software, hence no separate disclosure of segment wise information has been made.

(14) There are no foreign currency transactions during the period.

(15) No further information pursuant to para II of the Schedule VI to the Companies Act, 1956 are given as the same are not applicable.

(16) Schedule 1 to 6 form an integral part of the balance sheet and profit and loss account.

**P. Dalal & Company,
Chartered Accountants**

On Behalf of Board of Director

Sd/-
P. S. Dalal
(Proprietor)
M. No. 37983

Sd/-
(Dilip Shah)
Director

Sd/-
(Dipti Shah)
Director

Date: 26/07/2010
Place: Ahmedabad

SOFTRAK VENTURE INVESTMENT LIMITED

STATEMENT PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I REGISTRATION DETAILS:

Registration No.:	20939	State Code :	4
Balance Sheet Date:	31.03.2010		

II CAPITAL RAISED DURING THE YEAR:

Public Issue:	NIL	Bonus Issue:	NIL
		Private Placement:	NIL
Right Issue:	NIL		

III POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (AMOUNT IN RS. THOUSANDS)

Total Liabilities:	870	Total Assets:	90126
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SOURCES OF FUNDS

Paid up Capital	450779	Reserve & Surplus	0
Secured Loans	NIL	Unsecured Loans	NIL

APPLICATION OF FUNDS

Net Fixed Assets:	0	Investments:	NIL
Net Current Assets:	89256	Misc. Expenditure	0
Accumulated Losses:	361522		

IV PERFORMANCE OF COMPANY (AMOUNT IN RS. THOUSANDS)

Turnover (Other Income):	20	Total Expenditure:	43000
Profit/(Loss) before Tax:	-42980	Profit/(Loss) after Tax:	-42980
(+for profit, -for loss)		(+for profit, -for loss)	
Earning per share in Rs.:	NA	Dividend Rate%	NIL

V GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF THE COMPANY (AS PER MONETARY TERMS)

Product Description	Computer & Software	Item Code No. (ITC Code)	4911
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SOFTRAK VENTURE INVESTMENT LIMITED

PROXY FORM

Registered Folio No:
No of Shares held:

I/We _____ of _____ being Member / Members of Softrak Venture Investment Limited, hereby appoint Shri / Smt. _____ of _____ or failing him Shri / Smt. _____ of _____ as my/ our proxy to vote for me/ us and on my/ us behalf at the Annual General Meeting of the Company to be held on 30th September, 2010 at 11.30 a.m.

Signed by the said _____ day of _____ 2010.

Signature: _____

**Affix Rs. 1
Revenue
Stamp**

Applicable to the members holding shares in electronic form.

NOTE:

The proxy to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

=====

ATTENDANCE SLIP

Please complete this Attendance slip and hand it over at the entrance of the Meeting Hall. It helps us to make proper arrangements. Failures to bring this Attendance Slip create unnecessary inconvenience to you. Please write below

Reg. Folio No:

I hereby record my presence at the Annual General Meeting of the Company held at 6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad - 380 009 Navrangpura, Ahmedabad - 380 009 on 30th September, 2010 at 11.30 a.m.

Full Name of the Members/Proxy _____
(In Block Letters, to be filled in if the proxy attends instead of the Member)

Members/ Proxy Signature

Application to the members holding shares in electronic form.

NOTES:

1. Members/ Proxy holders are requested to bring their copy of the Notice with them at the Meeting.
2. Please carry with you this Attendance Slip and hand over the same duly completed, stamped signed at the space provided, at the entrance of the Meeting Hall.
3. Shareholders / Proxy holders should bring their copy of the Annual Report for the meeting.

SOFRÆK VENTURE INVESTMENT LIMITED

If Undelivered, please return to:-
Softrak Venture Investment Limited
6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad - 380 009
Email: softrakventure@gmail.com
Website: www.softrakventure.com