

BOARD OF DIRECTORS

1. Shri S.N. Rathi Managing Director
2. Shri Sharad Mehta Director
3. Shri Sunil Agrawal Director
4. Shri Nirmal K. Mehta Director
5. Shri Dinesh K. Gund Director
6. Smt. Asha Chajjer Director

Auditors

M/s Nahar V. & Co.,
Chartered Accountants
12, Bajaj Khana, Jaora Dist. Ratlam

Registered Office

"Dazzle House" B-24,
Malviya Nagar, Jaipur - 302017
Tel.: +91-141-3247425, 9829187021
Website - www.dazzleconfindive.com
Email - dazzle_confindive@reddifmail.com.

Corporate Office

"Dazzel Point" CM-1, Basant Vihar,
Near Shanti Niketan Gate,
A.B. Raod, Indore (M.P.) 452001
Tel.: 91-731- 2912510

Registrar & Transfer Agent:

Alankit Assignments Ltd.
2/E-A, Jhandewalan Extn.,
Opp. Hot & Shot Restaurant
New Delhi - 110055
Tel.: 91-11-23546001, 23610220

CONTENTS	PAGE NO.
NOTICE	02
DIRECTOR'S REPORT	04
MANAGEMENT DISCUSSION AND ANALYSIS	06
CORPORATE GOVERNANCE REPORT	07
AUDITORS' REPORT	13
BALANCE SHEET	16
PROFIT AND LOSS ACCOUNT	17
SCHEDULES	18
CASH FLOW STATEMENT	22

NOTICE

NOTICE is hereby given that Eighteenth Annual General Meeting of the Members of the Company will be held at the registered Office of the company at "Dazzle House" B-24, Malviya Nagar, Jaipur (Raj.) on Tuesday, the 30th September 2010, at 10.30 A.M. to transact the following business:

As Ordinary Business:

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2010 and the Profit & Loss Account the Company for the year ended on that date together with the Auditors and Director's Report thereon.
2. To appoint Director in place of Shri Dinesh Kumar Gund, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Director in place of Smt. Sharad Mehta, who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider and if thought fit to pass a resolution for re-appointment of the Auditors M/S Nahar V. & Company, Chartered Accountants, who retire at the Annual General Meeting and being eligible offer themselves for re-appointment.

AS SPECIAL BUSINESS :

ITEM 5: 5. To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 198, 269,309 and all other applicable provisions, if any, of the Companies Act, 1956 consent of the Company be and is hereby accorded to appoint Shri Sunil Agrawal, Director of the Company as the Managing Director of the company for a period of three years with effect from 01st October 2010 at a remuneration of Rs. 20,000/- per Month."

"RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, Shri Sunil Agrawal will be paid the above salary as minimum remuneration provided that the above remuneration and period of appointment shall not exceed the limits specified under Section II of part II of Schedule XIII of the Companies Act, 1956 and facility of Car, Telephone and Mobile will be provided as per Company rules"

"RESOLVED FURTHER THAT as long as Shri Sunil Agrawal is holding the post of the Managing Director, he shall not be liable to retire by rotation at the Annual General Meeting of the members of the company."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do and perform all such acts, deeds, matters and things, as they may in their absolute discretion consider necessary, expedient or desirable, for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Sd/-
S.N. Rathi
Managing Director

Place : Indore
Date : 06/09/2010

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE VALID MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and the Share Transfer Books shall remain closed from 24th Sept., 2010 to 30th Sept., 2010 (both days inclusive)
3. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M.to 1.00 P.M.
4. Any query relating to accounts or any other items of business set out in the Agenda of the meeting must be sent to the Company's Registered Office at "Dazzle House" B-24, Malviya Nagar, Jaipur (Raj.) at least seven days before the date of the Meeting.
5. Members or their respective proxies are requested to bring copies of Annual Report sent to the Members as copies of Annual Report shall not be distributed at the Annual General Meeting.
6. Members are requested to inform immediately any change in their address to the Company's Share Transfer Agents.

7. All communications relating to shares are to be addressed to the Company's Share Transfer Agents M/s Alankit Assignments Limited, 2/EA, Jhandewalan Extn., Opp. Hot & Shot Restaurant, New Delhi-110055
8. As the members are aware your company's shares are tradable compulsory in electronic form and in view of the numerous advantages offered by the Depository System, members are requested to avail of the facility of dematerialization.
9. Relevant Details, in terms of Clause 49 of the Listing Agreement, in respect of Directors retiring by rotation and proposed to be re-appointed are as under:

1. Shri Dinesh K Gund

Shri Dinesh K Gund, Non-Executive, Independent Director, is existing Director of the Company, retiring at ensuing AGM by rotation and eligible for re-appointment. He is also member of Audit Committee and Remuneration Committee. Looking his experience and knowledge into the Industry company recommend his re-appointment as director.

2. Shri Sharad Mehta

Shri Sharad Mehta, Non Executive, Independent Director, Is existing Director of the Company, retiring at ensuing AGM by rotation and eligible for re-appointment. He is also member of Audit Committee and Share Holder Grievance Committee. Looking his experience and knowledge into the Industry company recommend his re-appointment as director.

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item # 5:

Tenure of Appointment of Shri S.N. Rathi, as the Managing Director is completing on 30.09.2010 at the ensuing Annual General Meeting. He express his unwillingness to be reappointed as Managing Director of the Company. He will continue as a ordinary Director of the Company. In this situation Board has recommended appointment Shri Sunil Agrawal, Director of the Company as Chairman cum Managing Director of the Company w.e.f. 01.10.2010 for three years. Looking into his experience, service and responsibilities and the remuneration paid in the similar industries, remuneration proposed to be paid to Shri Sunil Agrawal as Managing Director be fixed at Rs. 20,000/- per month with the facility of Car, Telephone and Mobile as per the Company rules. His appointment and remuneration and other facilities is also approved by Remuneration Committee.

None of the Directors of the Company, except Shri Sunil Agrawal are concerned or interested in the Resolution.

DIRECTORS' REPORT

To,
The Members,
Dazzel Confindive Limited

The Directors of your company are pleased to presenting the Directors Report together with the Audited Accounts and Report on Corporate Governance of the Company for the year ended 31st March, 2010.

1. FINANCIAL RESULTS

	(Rupees)	
	Year Ended March 31, 2010	Year Ended March 31, 2009
Income from operation	545.51	2124.02
Income from operation	639.03	545.51
Profit/loss before providing		
Depreciation and Interest	5.85	5.67
Less: Depreciation	1.23	1.39
Interest	1.03	1.26
Profit / loss Before Taxation	3.59	3.02
Less: Provision for Taxation	1.00	0.73
Fringe Benefit Tax	0.00	0.19
Deferred Tax Liability	0.02	0.10
Profit / Loss after Taxation	2.57	2.00

WORKING PERFORMANCE REVIEW:

During the financial year incomes of the company is increased from Rs 545.51 Lacs to Rs. 639.03 Lacs and resulting increase in net profit from Rs. 2.00 Lacs to Rs. 2.57 Lacs. Your Directors are confident and trying hard to increase the profitability during the current financial year with dedicated efforts of the management. In the month of May'2010, Company has issued 89,00,000 convertible warrants of Rs. 10/- each on preferential basis at par, after obtaining in-principal approval for the Bombay Stock Exchange Ltd. Recently, in the month of August 2010 above warrants has been converted into 89,00,000 Equity Shares of the Company.

DIVIDEND:

To conserve the resources of the Company, especially in view of the new project of the Company and to ensure better long term results your Directors are of the opinion to plough back the entire profits and do not recommend dividend.

DIRECTORS:

Shri Dinesh Kumar Gund and Shri Sharad Mehta, the Directors of the Company would retire by rotation at the forthcoming Annual General Meeting of the Company. Proposals for their reappointment have been included in the Notice of Annual General Meeting for your approval.

Further, tenure of Shri S.N. Rathi, Managing Director of the Company is completing on 30.09.2010 at the ensuing Annual General Meeting. He expresses his unwillingness to continue as Managing Director of the Company, but he will continue as Director of the Company. Board appreciate his service and contribution to the Company as a Managing Director.

Board of Directors has recommended appointment of Shri Sunil Agrawal, Director of the Company as Chairman cum Managing Director in place of retiring Managing Director Shri S.N. Rathi. Necessary resolution has been given with notice for approval of members.

DEPOSITS:

The Company has neither accepted nor invited any deposit from the public and hence directives issued by Reserve Bank of India and the provisions of section 58A and 58AA of the Companies Act, 1956 and rules framed there under are not applicable for the year.

PARTICULARS OF EMPLOYEES:

Particulars of the employees, pursuant to Section 217 (2A) of the companies Act, 1956 read with the Companies (Particulars of the Employees) Rules 1975 is nil, as none of the employee has received remuneration of Rs. 2.00 Lacs per month or Rs. 24.00 Lacs per year or more.

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

Particulars with respect to conservation of energy, technology absorption pursuant to Section 217 (1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Directors) Rules, 1988 for the year ended 31st March, 2008 are annexed and form an integral part of this report.

Further, Company has not earned any foreign exchange for the year and foreign exchange outgo is NIL.

AUDITORS REPORT:

The observations of Auditors and Notes on Accounts are self-explanatory and needs no comments or explanation.

AUDITORS:

M/s Nahar V. & Company, Chartered Accountants, auditors retiring at the ensuing Annual General Meeting, being eligible offers themselves for re-appointment.

CORPORATE GOVERNANCE

Report on Corporate Governance and Management Discussion and Analysis Report, in terms of Clause 49 of the Listing Agreement are annexed and form part of this Annual Report. A certificate from the Auditors conferment compliance with the conditions of Corporate Governance is also annexed.

EMPLOYEES RELATIONS

Employees relation continued to be cordial throughout the year. Your Directors wish to place on record their sincere appreciation for the excellent spirit with which the entire team of the Company worked at all sites and other offices and achieved commendable progress.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on representation received from the operating management and after due enquiry, confirm in respect of the audited financial accounts for the year ended March 31, 2010:

1. That in preparation of the annual accounts, the applicable accounting standards had been followed and that there were no material departures.
2. That the Directors had, in consultation with the Statutory Auditors, 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 for the year ended March 31, 2010 and the profit and loss Account of the Company for that period.
3. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the Directors had prepared the annual accounts on a going concern basis.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation for and gratitude to the Union Bank of India, SSI Branch for their valuable support and co-operation.

Your directors also wish to place on record their appreciation of the wholehearted and continued support extended by the shareholders and investors, which had always been a source of strength for the Company.

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Sd/-
S.N. Rath
Chairman

Place : Indore
Date : 06/09/2010

MANAGEMENT DISCUSSION AND ANALYSIS

We have pleasure in submitting the Management Discussion & Analysis Report on the Company's business.

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

Company is engage in Construction, Computer education and trading of stocks and securities. In last many years construction/real estate industry is fastest growing industry and it seems to be continue in coming year also. Primary and secondary security market is gaining momentum in current financial year. We hope for the best in coming year. Our Company is also planned to develop 200 acre of land at Ujjain-Kota Road, Nearby Agar (M.P.) for the purpose of township.

B. OPPORTUNITIES AND THREATS

Stock market is highly risky and volatile market, no body can predict. The only way to survive is continues study and analysis of market with international factors. Real estate sectors seems to be good in coming three to four year.

C. OUTLOOK

Company is hopeful for real estate and stock market sector in coming year.

D. SEGEMENT- WISE PERFORMANCE:

During the year Company has receipts from Security Trading is Rs. 219.73 Lacs, Cloth Trading is Rs. 410.63 Lacs.

E. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper Internal control system, which provides adequate safeguards and effective monitoring of the transactions and ensures that all assets are safeguarded and protected against loss from unauthorized use or disposition.

The Company has an internal audit system, which ensures that the Company's control mechanism is properly followed and all statutory requirements are duly complied with.

Moreover, an audit committee of the Board of Directors comprising of non-executive directors regularly reviews the audit plans, adequacy of internal control as well as compliance of accounting standards.

F. FINANCIAL AND OPERATIONAL PERFORMANCE:

Please refer to performance review in the Board of Directors Report.

G. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS :

We had ensured safe and healthy working conditions in the Unit and have continued with our policy to ensure safe and healthy working conditions in the other premises of the Company taking into account of health and safety of all concerned, besides conservation of natural resources and protection of the environment.

A major factor the continued growth of your organization is the constructive support of Banks, Institutions, suppliers, Executives, employees, creditors and the confidence shown by them in the Company. Employer-Employee relations in all the offices of the Company were cordial throughout the year under review.

H. CAUTIONARY STATEMENT :

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations are "Forward Looking Statements". Actual results may differ materially from those expressed or implies. Important factors that could make a difference to the Company's operations include among others, economic conditions affecting demand / supply, effect of political situations, change in the Government regulations, tax laws and other statutes and incidental factors over which the Company does not have any control.

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Sd/-
S.N. Rathl
Managing Director

Place : Indore
Date : 06/09/2010

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to the adoption of best governance practices and its adherence in the true spirit at all levels and facets. Our governance practice stem from an inherent desire to improve and innovate and reflects the culture of trusteeship that is deeply ingrained in our value system and forms part of the strategic thought process. Our governance philosophy rests in five basic tenets viz. Board's accountability to the Company and shareholders, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment of all shareholders and superior transparency and timely disclosure.

2. BOARD OF DIRECTORS

The Board of Directors of the Company comprises of Six directors, consisting of Three (3) non - Independent including one executive and Three (3) independent and non-executive directors.

The constitution of Board is as under:

Sr. No.	Director	Executive/ Non-Executive/ Independent	No. of Other Directorships/ Committees membership	Board Meeting Attended	Attendance at the previous Annual General Meeting
1	Mr. Satya Narayan Rathi Managing Director	Executive / NonIndependent	1	8	Yes
2	Mr. Sharad Mehta Director	Non-Executive / Independent	-	5	-
3	Mr. Sunil Agrawal Director	Non Executive / Non Independent	3	8	Yes
4	Mr. Nirmal K. Mehta Director	Non Executive / Independent	-	6	Yes
5	Mr. Dinesh Kumar Gund Director	Non Executive / Independent	1	5	-
6	Mrs. Asha Chhajer Director	Non Executive / Non Independent	1	2	Yes

During the under year under review Eight (08) meetings of the Board of Directors were held on

30.04.2009	26.06.2009	30.06.2009	31.07.2009
11.08.09	05.09.09	31.10.2009	30.01.2010

Note on Directors re-appointment

Shri Dinesh k Gund and Shri Sharad Mehta, the Directors of the Company are retiring at the forthcoming annual general meeting by rotation and they are eligible for re-appointment. Shri S.N.Rathi, Managing Director of the Company whose tenure as Managing Director is expiring in the ensuing AGM, has express his unwillingness to get re-appointment as Managing Director, but he will continue as ordinary director of the Company.

Shri Sunil Agrawal, Director of the Company has been recommended by the Board to be appointed as Managing director of the Company for three years at the remuneration (in terms of Schedule XIII of the Companies Act' 1956) recommended by the Remuneration Committee. Required details and resolutions are given in the notice of the annual general meeting.

Information placed before the Board

Information placed before the Board of Directors broadly covers the items specified in clause 49 of the Listing Agreement and such other items which are necessary to facilitate meaningful and focused deliberations on issues concerning the Company and taking decision in an informed and efficient manner. Besides, the Directors on the Board have complete access to all Information of the Company, as and when necessary.

Code of Conduct

The Board of Directors has laid down a code of conduct for all Board members and senior management personnel of the Company.

3. AUDIT COMMITTEE

The Audit Committee is under the Chairmanship of Shri Nirmal K. Mehta. During the financial year 2009-2010 Five (5) meetings were held on the following dates:

1. 30.04.2009
2. 31.07.2009
3. 11.08.2009

4. 31.10.2009
5. 30.01.2010

The constitution of the Committee and the attendance of each member is given below:

Name	Designation	Committee Meetings Attended
Mr. Nirmal K. Mehta	Chairman	Four
Mr. Sharad K. Mehta	Member	Five
Mr. Dinesh K. Gund	Member	Four
Mr. Sunil Agrawal	Member	Five

The terms of reference of the Audit Committee inter-alia include the following:

- To overview the Companies financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- To hold periodic discussions with the Statutory auditors and Internal Auditors of the Company concerning the accounts of the Company, internal control systems, scope of audit and observations of the Auditors/ Internal Auditors;
- To recommend the re-appointment of statutory auditors and fixation of audit fees.
- To review performance of statutory and internal auditors and adequacy of internal control systems;
- To review quarterly, half yearly and annual financial results of the Company before submission to the Board;
- To discuss any significant findings made by Internal auditors and follow-up thereon;
- To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting matter to the Board;
- To look into substantial defaults, if any in payments to depositors, debenture-holders, creditors & shareholders.
- Any related party transactions that may have the potential conflict with the interest of the Company.

In addition to the above, the committee shall have such functions / role / powers as may be specified in the Companies Act, 1956, Listing Agreement with Stock exchanges or any other applicable law.

4. Remuneration Committee

The Remuneration Committee has been formed to review and make recommendations on annual salaries, performance commission, perquisites and other employment conditions of the Executive Directors. The remuneration committee consists of the following non executive and independent Directors:

Name of Director	No. of Board meetings attended	Attendance at the last AGM
Mr. Dinesh K. Gund	Chairman	One
Mrs. Asha Chhajed	Member	-
Mr. Nirmal K. Mehta	Member	One

During the financial year 2009-2010 one (1) meetings were held on 11.08.2009 to review remuneration of Promoter Executive Directors of the Company.

Details of remuneration paid/payable to directors for the year ended March, 2008 are as follows:

Amount in Rs.

Name of the Director	Designation	Business relationship with Company	Sitting Fees	Salary and Perquisites	Commission	Total
Mr. S.N. Rathi	Managing Director	Promoter	-	120000	-	120000
Mr. Sunil Agrawal	Non Executive / Non Independent	Promoter	13000	-	-	13000
Mr. Nirmal K. Mehta	Non Executive / Independent	Independent	14000	-	-	14000
Mr. Dinesh K. Gund	Non Executive / Independent	Independent	10000	-	-	10000
Mrs. Asha Chhajed	Non Executive / Non Independent	Promoter	2000	-	-	2000
Mr. Sharad Mehta	Non Executive/ Independent	Independent	12000	-	-	12000

- # The remuneration to the executive directors is being paid as per the recommendation of Remuneration Committee and approval of the shareholders at the general body meeting.
- # Salary and perquisites includes provident Fund and Gratuity etc.

5. Shareholders Grievance Committee

A 'Shareholders Grievance Committee' has been formed to look into shareholders and investors grievances. The following Directors are the members of the Committee

Name	Designation	No. of Meeting Attended
Mr. Nirmal K. Mehta	Chairman	3
Mr. S.N. Rathi	Member	3
Mr. Sharad Mehta	Member	2

Name, Designation & Address of Compliance Office:

Mr. S.N. Rathi
 Managing Director
 "Dazzle House" B-24, Malviya Nagar, Jaipur

During the under year under review Three (3) meetings of the Shareholders Grievance Committee were held on 30.04.2009, 11.08.2009 and 31.01.2010 attended by both the Members of the Company.

During the year the Company received NIL complaints from its shareholders and there is no pending complaint with the Company.

6. General Body Meetings

The details of the location and time of the Annual General Meetings held during the last 3 years are as follows:

Annual General Meeting for Year	Date	Time	Venue	No. of Special Resolutions Passerd
2009	30th Sept., 2009	10.30 a.m.	"Dazzle House"B-24, Malviya Nagar, Jaipur	Two
2008	29th Sept., 2008	10.30 a.m.	"Dazzle House"B-24, Malviya Nagar, Jaipur	Nil
2007	30th Sept, 2007	10.30 a.m.	"Dazzle House"B-24, Malviya Nagar, Jaipur	Nil

- No resolution has been passed through postal ballot till date.
- Presently, the Company does not have any transaction/proposal for postal ballot.
- Postal ballot, if required to be passed in future shall be in terms of provisions of the proscribed section and Rules.

7. Disclosures

- Details of transactions of a material nature of the related parties as specified in Accounting Standard 18 Issued by the Institute of Chartered Accountants of India have been reported in note 8 of Schedule "18" attached to the accounts. There is no transaction of a material nature with any of the related parties, which was in conflict with the interests of the Company. The Register of Contracts containing transactions, in which directors are interested, is placed before the Board regularly.
- There has been no instance of non-compliance by the Company on any matter related to capital markets or imposition of penalties or strictures by SEBI or the Stock Exchanges or any other Statutory Authority during last three years.
- No employee of the Company was denied access to the Audit Committee during the year.
- Company has complied with all mandatory requirements of the Listing Agreement and also adopted the non-mandatory requirements wherever required.

8. Secretarial Audit

A qualified Auditor carried out a secretarial audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit confirms that the total Issued/paid up capital is in agreement with the total numbers of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

9. MEANS OF COMMUNICATION

- The Company generally publishes quarterly results in two news papers i.e. (1) Free Press (2) Choutha Sansar, Indore.
- The quarterly and half yearly results of the Company are made available at the web site of the Company at www.dazzelconfindive.com.
- The Company also informs by way of a press release, all matters, which in its opinion are material and

of relevance, to the shareholders of the Company.

- Management discussion and analysis report is forming part of this report.

10. General Shareholder Information

a) Annual General Meeting

- Date, Time and Venue: 30th September, 2010 at 10.30 a.m.
"Dazzle House" B-24, Malviya Nagar, Jaipur (Raj.)

b) Financial Calendar

- Financial reporting for
- Quarter ending 30th June, 2010: 14th August, 2010 (already held)
 - Half year ending 30th September, 2010: Second week of November, 2010
 - Quarter ending 31st December, 2010: Second Week of February, 2011
 - Year ending 31st March, 2011: Second Week of May, 2011

c) Date of Book Closure

24th Sept, 2010 to 30th Sept, 2010

d) Dividend payment date

N.A.

e) Listing of Equity Shares on Stock Exchanges

- The Bombay Stock Exchange, Mumbai
- Jaipur Stock Exchange

f) Stock Code

531270

g) Scrip Code

BSE No. 531270

h) ISIN No.

INE149E01019

Stock Market Data

Market price of shares for F.Y. 2008-09 at BSE

Month	Open Price	High Price	Low Price	Close Price	No. of Shares
April	3.52	4.30	3.31	3.40	1034148
May	3.67	6.80	2.61	6.80	1711228
June	6.68	7.58	3.62	4.91	918343
July	5.00	5.50	3.52	3.99	136242
August	3.81	4.00	3.28	3.69	272624
September	3.61	6.18	3.37	6.18	385844
October	6.48	7.63	5.52	5.57	615434
November	5.53	6.89	4.70	6.05	211610
December	5.75	6.49	4.90	5.92	214691
January	6.10	6.80	4.70	6.05	211610
February	6.25	7.35	5.45	6.62	406130
March	6.36	7.60	5.55	6.00	311451

i) Registrar and Transfer Agents

Alankit Assignments Ltd.
Alankit House, 2E/21, Jhandewalan Extension, New Delhi - 110055
Ph.No. 23541234, 23531234 Email - RTA@alankit.com

j) Share Transfer System

Physical Share Transfer has been done at the Registered Office of the Company at Dazzel House, B-24, Malviya Nagar, Jaipur, Rajasthan

k) Distribution of shareholding as on 31st March, 2010

Slab of Shareholding	NO. of Share Holders	%	No. of Shares	%
Upto - 5,000	1558	91.54	1560423	26.46
5,001 - 10,000	63	3.70	479431	8.13
10,001 - 20,000	26	1.53	372812	6.32
20,001 - 30,000	16	0.94	417140	7.07
30,001 - 40,000	10	0.59	362365	6.14
40,001 - 50,000	6	0.35	266345	4.52
50,001 - 1,00,000	16	0.94	1149887	19.50
1,00,001 and above	7	0.41	1289797	21.86
TOTAL	1702	100%	5898200	100%

According to categories of shareholdings as on 31st March, 2010

SR. NO.	CATEGORY	NO. OF SHARES	% OF HOLDING
A	PROMOTER'S HOLDING		
1.	Promoters - Indian Promoters - Foreign Promoters	285006	4.83
2.	Persons acting in concert		
	Sub-Total	285006	4.83
B	NON PROMOTERS HOLDING		
3.	Institutional Investors		
	a. Mutual funds and UTI		
	b. Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions /Non-government Institutions)	0	0.00
C.	FII	0	0
	Sub-Total		
4.	Others		
a.	Private Corporate Bodies	1043576	17.69
b.	NRIs/OCBs	5191	0.09
c.	Indian Public	4245029	71.97
d.	Any Other (Please Specify)	319398	5.41
	Sub-Total	5613194	95.17
	GRAND TOTAL	5898200	100

l) Dematerialization of shares

The equity shares of the Company compulsorily traded and settled only in dematerialized Form.

m) Outstanding GDRs/ADRs/Warrants or any convertible instruments

The Company does not have any outstanding instruments GDRs/ADRs/Warrants or any convertible instruments.

n) Project Location

N.A.

o) Address for Investor's Correspondence:

- 1) "Dazzle House"
B-24, Malviya Nagar, Jaipur - 302017 (Raj)
Tel. No. (0141) 3247425. Email at : dazzle_confindive@rediffmail.com
- 2) Alankit Assignments Ltd.
Alankit House,
2E/21, Jhandewalan Extension, New Delhi - 110055
Ph.No. (011) 23541234, 23531234. Email - RTA@alankit.com

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Sd/-
S.N. Rathi
Managing Director

According to categories of shareholdings as on 31st March, 2010

SR. NO.	CATEGORY	NO. OF SHARES	% OF HOLDING
A	PROMOTER'S HOLDING		
1.	Promoters - Indian Promoters - Foreign Promoters	285006	4.83
2.	Persons acting in concert		
	Sub-Total	285006	4.83
B	NON PROMOTERS HOLDING		
3.	Institutional Investors		
	a. Mutual funds and UTI		
	b. Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions /Non-government Institutions)	0	0.00
C.	FII	0	0
	Sub-Total		
4.	Others		
a.	Private Corporate Bodies	1043576	17.69
b.	NRIs/OCBs	5191	0.09
c.	Indian Public	4245029	71.97
d.	Any Other (Please Specify)	319398	5.41
	Sub-Total	5613194	95.17
	GRAND TOTAL	5898200	100

l) Dematerialization of shares

The equity shares of the Company compulsorily traded and settled only in dematerialized Form.

m) Outstanding GDRs/ADRs/Warrants or any convertible Instruments

The Company does not have any outstanding instruments GDRs/ADRs/Warrants or any convertible instruments.

n) Project Location

N.A.

o) Address for Investor's Correspondence:

1) "Dazzle House"

B-24, Malviya Nagar, Jalpur - 302017 (Raj)

Tel. No. (0141) 3247425. Email at : dazzle_confindive@rediffmail.com

2) Alankit Assignments Ltd.

Alankit House,

2E/21, Jhandewalan Extension, New Delhi - 110055

Ph.No. (011) 23541234, 23531234. Email - RTA@alankit.com

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Sd/-
S.N. Rathi
Managing Director

NAHAR V. & Co.

Chartered Accountants

12, Bajaj Khana, Jaora

Dist. Ratlam

"AUDITOR'S REPORT"

To,
The Shares Holders
Dazzel Confindive Limited.
INDORE.

We have audited the attached Balance Sheet of DAZZEL CONFINDIVE LTD. , As at 31st March, 2010 and also the Profit and Loss Account 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.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards required 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.

1. As required by the Companies (Auditors Reports) order, 2003, issued by the Central Government in term of sub - section (4A) of section 227 of the Companies Act, 1956, We enclose in the Annexure a statement as per the on the Matters Specified in Paragraphs 4 & 5 of the said order.
2. Further to our comments to paragraph (1) above: -
3. We have obtained all the information and explanations which to be best of our knowledge and belief were necessary for the purpose of our audit.
4. In our opinion proper books of accounts, as required by Law have been kept so far as appears from our examination of these books.
5. The Companies Balance Sheet and Profit & Loss A/c. dealt with by the report are in agreement with the books of account
6. In our opinion the Balance Sheet and Profit & Loss Account comply with the mandatory Accounting standard referred in section 211 (3C) of the companies act, 1956.
7. On the basis of written representation received from the directors and taken on record by the board of Directors, I report that none of the directors are disqualified from being appointed as a director in term of Clause (g) of sub section (1) of section 274 of the companies Act,1956
8. In our opinion and to the best of our information and according to explanations given to us the Account read together with and subject to the notes thereon, gives the true and fair information as required by the Companies Act, 1956, in the manner so required and gives a true and fair view;
 - a) In the case of Balance Sheet, of the state of the affairs of the company as at 31st. March, 2010; and
 - b) In the case of Profit & Loss Account, of the Profit/Loss of the company for the year ended on that date.
 - c) In the case of Cash Flow statement , of the cash flow for the year ended on that date

For NAHAR .V & COMPANY

Chartered Accountants

Sd/-

(VISHAL NAHAR)

PROPRIETOR

M.NO. 400217

PLACE : INDORE
DATED : 20-08-2010

NAHAR V. & Co.

Chartered Accountants

12, Bajaj Khana, Jaora
Dist. Ratlam**"AUDITOR'S REPORT"**

To,
The Shares Holders
Dazzel Confindive Limited,
INDORE.

We have audited the attached Balance Sheet of DAZZEL CONFINDIVE LTD. , As at 31st March, 2010 and also the Profit and Loss Account 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.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards required 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.

1. As required by the Companies (Auditors Reports) order, 2003, issued by the Central Government in term of sub - section (4A) of section 227 of the Companies Act, 1956, We enclose in the Annexure a statement as per the on the Matters Specified in Paragraphs 4 & 5 of the said order.
2. Further to our comments to paragraph (1) above: -
3. We have obtained all the information and explanations which to be best of our knowledge and belief were necessary for the purpose of our audit.
4. In our opinion proper books of accounts, as required by Law have been kept so far as appears from our examination of these books.
5. The Companies Balance Sheet and Profit & Loss A/c. dealt with by the report are in agreement with the books of account
6. In our opinion the Balance Sheet and Profit & Loss Account comply with the mandatory Accounting standard referred in section 211 (3C) of the companies act, 1956.
7. On the basis of written representation received from the directors and taken on record by the board of Directors, I report that none of the directors are disqualified from being appointed as a director in term of Clause (g) of sub section (1) of section 274 of the companies Act, 1956
8. In our opinion and to the best of our information and according to explanations given to us the Account read together with and subject to the notes thereon, gives the true and fair information as required by the Companies Act, 1956, in the manner so required and gives a true and fair view;
 - a) In the case of Balance Sheet, of the state of the affairs of the company as at 31st. March, 2010;
and
 - b) In the case of Profit & Loss Account, of the Profit/Loss of the company for the year ended on that date.
 - c) In the case of Cash Flow statement , of the cash flow for the year ended on that date

For NAHAR V & COMPANY
Chartered Accountants

Sd/-

(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217

PLACE : INDORE
DATED : 20-08-2010

DAZZEL CONFINDIVE LTD

(Referred to in Paragraph 1 of our Report of even date)

In terms of the information and explanation given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

1. (a) The company has generally maintained proper records showing particulars, including quantitative details and situation of fixed assets.
(b) As explained to us, fixed assets of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies between the book records and physical inventory have been noticed on such verification.
(c) In our opinion and according to the information and explanations given to us, the company has not disposed off any major part of plant & machinery Except One Car Sale during the year.
2. The company has taken/given any loan secured or unsecured, to companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
3. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to sale of goods. During the course of our audit we have not observed continuing failure to correct major weakness in internal controls.
4. (a) According to the information and explanation given to us, the company that need to be entered into any transaction that needed to be entered into the register maintained under section 301 of the Companies Act, 1956.
(b) according to the information and explanation given us transaction made in purchase to contracts or arrangement entered in the maintain under sec.301 of the companies act 1956 and exceeding the value of Rs.five lakhs in respect of any party during the year.
5. The Company has not accepted any deposits from the public.
6. The maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956, are not applicable to the company.
7. According to the information and explanation given to us in respect of statutory and other due;
(a) In our opinion and according to the information given to us the company is generally regular in depositing with appropriate authorities undisputed statutory views including income tax and other material statutory views including tax and other material statutory dues applicable to it.
(b) There are no disputed sales tax, income tax, customs duty, wealth tax, Excise duty and cess, due as on 31st March 2010.
8. (a) The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
(b) The company has no accumulated loss as at 31st March 2010 and it has not incurred cash losses in the financials year ended on that date.
9. According to the information & explanation given to us. The term loan raised during the year has been applied for the purpose for which they were raised based on our examination of the balance sheet as at 31 March 2010. We find that the company as on that date not raised term loan during the year.
10. The company is not a chit fund, nidhi, mutual benefit fund or society. Therefore, the provision of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
11. Based on our examination of record and evaluation of related internal control, the company has not maintained proper records of the transaction and contract in respect of its dealing in shares and timely entries have been made therein.
12. According to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions during the year.
13. According to the information and explanations given to us and on as 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.
14. In our opinion and according to the information and explanations given to us, the Company has not availed term loans during the period under review.

15. According to the information and explanations given to us, the company has made preferential allotment of share to parties and companies covered under section 301 of the companies act 1956.
16. The Company has not issued any debentures therefore, the provision of clause 4(xix) of the Companies (Auditor's Report) Order, 2003 are not applicable.
17. According to the Information & Explanation given to us The company has not made public issue during the year to raised money therefor, the provision of clause 4(xx) of the Companies (Auditor's Report) Order, 2003 are not applicable.
18. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practice in India and according to the information and explanation given to us, we have neither come across any instance of the fraud on or by the company, either noticed or reported during the year, nor have we been informed of such case by the management.
19. According to the information and explanation to us no fraud on or by the Company has been noticed or reported during the course of our audit.

**For NAHAR .V & COMPANY
Chartered Accountants**

Sd/-

**(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217**

**PLACE : INDORE
DATED : 20-08-2010**

DAZZEL CONFINDIVE LIMITED**BALANCE SHEET AS AT 31ST MARCH, 2010**

	Schedule	As at 31/3/2010 Rupees	As at 31/3/2009 Rupees
I. SOURCES OF FUNDS			
(1) SHAREHOLDERS' FUNDS			
Share Capital	01	58,982,000	58,982,000
Reserves & Surplus	02	3,603,465	4,243,704
DEFERRED TAX BALANCES	03	80,522	78,289
LOANS FUNDS			
Secured	04	273,440	585,383
		62,939,427	63,889,376
II. APPLICATION OF FUNDS			
1. FIXED ASSETS			
GROSS BLOCK	05	1,921,266	2,351,716
LESS : DEPRECIATION		492,037	428,529
NET BLOCK		1,429,229	1,923,187
CAPITAL WORK-IN-PROGRESS		-	-
		1,429,229	1,923,187
2. INVESTMENT			
CURRENT ASSETS, LOANS & ADVANCES	06	3,000	3,000
Inventories	07	153,072	1,218,972
Sundry Debtors	08	10,524,283	7,313,510
Cash & Bank Balances	09	214,119	561,491
Loans & Advances	10	72,951,049	56,293,606
		83,842,523	65,387,579
Less: CURRENT LIABILITIES & PROVISIONS	11	22,335,325	3,424,390
NET CURRENT ASSETS		61,507,198	61,963,189
MISCELLANEOUS EXPENDITURE	12	-	-
(to the extent not written off or adjusted)			
		62,939,427	63,889,376
SIGNIFICANT ACCOUNTING POLICES & NOTES ON ACCOUNTS	18		

As per our Report of even date attached

For NAHAR .V & COMPANY
Chartered Accountants
Sd/-
(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217

By Order of the Board of Directors
For DAZZEL CONFINDIVE LIMITED

Satyanarayan Rathi
Sd/-
Managing Director

Sunil Agrawal
Sd/-
Director

PLACE : INDORE
DATED : 20-08-2010

PLACE : INDORE
DATED : 20-08-2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010

	Schedule	31, March, 2010 Rupees	31, March, 2009 Rupees
INCOME			
Sales		63,036,978	53,857,389
Other Income		866,098	693,879
	13	63,903,076	54,551,268
Cost of Goods Traded	14	61,701,258	52,681,864
Personnel Expenses	15	817,000	752,935
Administrative & Other Expenses	16	799,542	548,993
Interest & Finance Charges	17	103,027	126,854
Depreciation	05	123,400	138,560
		63,544,227	54,249,206
PROFIT / (LOSS) BEFORE TAX		358,849	302,062
Add/ (Less) :			
Provision for Income Tax		100,000	73,449
Provision for FBT		-	9,658
Provision for Deferred Tax liabilities		2,233	18,469
PROFIT / (LOSS) AFTER TAX		256,616	200,486
Balances B/ F from Previous Year		2,243,704	2,043,218
ADD/(LESS) : Eariler Year Expenses		(185)	-
ADD/(LESS) : Short Provision of Eariler Year		(52)	-
PROFIT / (LOSS) AFTER TAX		2,500,083	2,243,704
APPROPRIATIONS			
Balance Carried to Balance Sheet		2,500,083	2,243,704
		2,500,083	2,243,704
Earning per share - Basic & Diluted			
EARNING PER SHARE - BASIC & DILUTED		0.04	0.03
SIGNIFICANT ACCOUNTING POLICES & NOTES ON ACCOUNTS	18		

This is the Balance Sheet Referred to in our report of even date

For NAHAR .V & COMPANY
Chartered Accountants
Sd/-
(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217

By Order of the Board of Directors
For **DAZZEL CONFINDIVE LIMITED**

Satyanarayan Rathi
Sd/-
Managing Director

Sunil Agrawal
Sd/-
Director

PLACE : INDORE
DATED : 20-08-2010

PLACE : INDORE
DATED : 20-08-2010

Schedules attached to & forming part of the Balance Sheet as at 31st March 2010

	Schedule	31, March, 2010 Rupees	31, March, 2009 Rupees
--	----------	---------------------------	---------------------------

SCHEDULE - 01

SHARE CAPITAL

Authorised Capital

1500000 Equity Shares of Rs. 10/- each
(Previous Year 7000000 Equity Shares of Rs. 10 each)

150,000,000

70,000,000

Issued & Subscribed & Paid Up :

5898200 Equity Shares of Rs. 10/- each fully paid-up
(Previous Year 5898200 Equity Shares of Rs. 10 each)

58,982,000

58,982,000

58,982,000

58,982,000

SCHEDULE - 02

RESERVES AND SURPLUS

A. Securities Premium A/C

Less: Securities Issue Expenses Written Off in terms
of Section 78 of Companies Act, 1956.

2,000,000

2,000,000

896,618

1,103,382

2,000,000

B. Profit & Loss Account

Balance b/f from Profit & Loss Account

2,500,083

2,243,704

2,500,083

2,243,704

TOTAL (A+B)

3,603,465

4,243,704

SCHEDULE - 03

DEFERRED TAX BALANCES

BALANCE AS PER LAST BALANCE SHEET

78,289

59,820

ADD : DEFERRED TAX LIABILITY DURING THE YEAR

2,233

18,469

80,522

78,289

SCHEDULE - 04

SECURED LOANS

FROM HDFC BANK LIMITED

Vehicle Loan

273,440

585,383

(Secured against hypothecation of Vehicle)

273,440

585,383

SCHEDULE - 05

FIXED ASSETS

PARTICULARS	GROSS BLOCK				GROSS BLOCK				GROSS BLOCK	
	As On 01-04-09 Year	Addition During the the Year	Deduction During	As At 31-03-10	Upto 01/04/09	During the Year	Written Back	Upto 31/03/010	As On 31/03/010	As On 31/03/09
Computer	306,750	-	-	306,750	198,896	49,724	-	248,620	56,130	107,854
LPS	3,200	-	-	3,200	51	152	-	203	2,997	3,149
Fax Machine	7,500	-	-	7,500	1,039	356	-	1,395	6,105	6,461
Furniture & Fixtures	260,130	-	-	260,130	108,531	16,166	-	124,697	135,133	151,599
Vehicles	1,755,336	200,000	630,450	1,324,886	117,897	55,808	58,892	113,813	1,211,273	1,637,639
Telephone	18,800	-	-	18,800	2,315	894	-	3,209	15,591	16,485
Current Year	2,351,716	200,000	630,450	1,921,266	428,529	123,400	58,892	492,037	1,429,229	1,923,187
Previous Year	1,888,720	493,195	30,200	2,351,716	291,928	138,550	1,959	429,529	1,923,187	1,598,792

Note : 1. Some of assets out of Vehicle have been Purchases on Hire Purchases Basis
2. Figure have Been regrouped , rearranged Whrever necessary

SCHEDULE : 06

INVESTMENTS

Long Term Non Trade Unquoted (At Cost)

Investment in Government Securities

Natinal Saving certificate

3,000

3,000

3,000

3,000

Schedules attached to & forming part of the Balance Sheet as at 31st March 2010

Schedule	31, March, 2010 Rupees	31, March, 2009 Rupees
SCHEDULE : 07		
INVENTORIES		
(As taken valued and certified by the Management)		
Stock of Shares (At Cost or Market Prices whichever is Lower)	153,072	1,218,972
	<u>153,072</u>	<u>1,218,972</u>
SCHEDULE : 08		
SUNDARY DEBTORS		
(Unsecured Considered good)		
Debts outstanding for a period Exceeding six months	-	-
Other Debts - Considered Good	10,524,283	7,313,510
	<u>10,524,283</u>	<u>7,313,510</u>
SCHEDULE : 09		
CASH & BANK BALANCE		
Cash In Hand	143,605	397,689
In Current Account	70,514	163,802
	<u>214,119</u>	<u>561,491</u>
SCHEDULE - 10		
LOANS & ADVANCES		
(unsecured Considered Goods)		
Advances recoverable in cash or in kind or for value to be received	956,997	936,997
Advances Against Acquisition of Properties	11,933,641	20,698,991
Advances to Suppliers	1,000,000	1,000,000
Inter - Corporate Deposits	45,868,169	21,118,169
Loans to Others	13,081,496	12,457,263
Interest Accrued but not due	3,000	3,185
Desposits with Public Bodles & Others	5,500	5,500
Advance Income Tax & Tax Deducted at Source	102,246	73,501
	<u>72,951,049</u>	<u>56,293,606</u>
SCHEDULE : 11		
CURRENT LIABILITIES & PROVISIONS		
CURRENT LIABILITIES		
Sundry Creditors	2,207,675	3,290,283
Application Money for Share Warrant	19,937,500	-
Other Liabilities	90,150	51,000
	<u>22,235,325</u>	<u>3,341,283</u>
PROVISIONS		
Provision for Income Tax	100,000	73,449
Provision for FBT	-	9,658
	<u>22,335,325</u>	<u>3,424,390</u>
SCHEDULE : 12		
MISCELLANEOUS EXPENDITURE		
Security Isssue Expenses	896,618	-
Less : Amortised During the Year Against Profit & Loss Account Against Securities Premium Account (In Terms of Section 78 of the Companies Act, 1956)	896,618	-
	<u>-</u>	<u>-</u>

Schedules attached to & forming part of the Balance Sheet as at 31st March 2010

	Schedule	31, March, 2010 Rupees	31, March, 2009 Rupees
SCHEDULE : 13			
OTHER INCOME			
Interest Income (Tax Deducted at Sources Rs. 102246)		759,512	636,541
Rent		92,500	38,500
Dividend Income		1,953	2,083
Miscellaneous Income		12,133	10,202
Interest on JF refund		-	6,553
		866,098	693,879
SCHEDULE : 14			
COST OF MATERIALS			
COST OF TRADED GOODS			
Opening Stock		1,218,977	2,326,722
Add : Purchase during the year		60,635,358	50,564,114
		61,854,330	53,900,836
Less : Closing Stock		153,077	1,218,512
		61,701,258	52,681,864
SCHEDULE : 15			
PERSONAL EXPENSES			
Salary, Wages & Benefits		646,000	579,925
Directors Remuneration		120,000	120,000
Directors Sitting Fees		51,000	53,000
		817,000	752,935
SCHEDULE : 16			
ADMINISTRATIVE & OTHER EXPENSES			
Vehicle Running & Maintenance Exp.		12,835	10,360
Insurance		13,850	13,938
Traveling & Conveyance		110,225	23,460
Annual Listing fees		17,371	26,284
Telephone, Telex & Postage		121,773	118,196
Donation		-	7,500
Advertisement & Publicity		19,114	16,714
Electricity Charges		9,107	9,665
Stationery & Printing		131,745	117,907
Auditors' Remuneration		10,000	10,000
Legal & Professional Charges		136,500	103,500
ISO Expenses		16,500	-
Office Expenses		43,095	25,584
Share Registrar Charges		41,458	26,110
Repairs & Maintenance		12,275	11,900
Loss on Sale of Asset		1,808	1,541
Miscellaneous Expenses		32,586	17,304
		799,542	548,993
SCHEDULE : 17			
INTEREST & FINANCE CHARGES			
Bank Commission & Charges		51,234	39,103
Interest to Bank & Financial Institutions		51,793	87,748
		103,027	126,854

**THE INFORMATION RELATING TO THE BALANCESHEET ABSTRACT AND COMPANY'S
GENERAL BUSINESS PROFILE AS PER PARTIV OF
SCHEDULE VI TO THE COMPANIES ACT, 1956**

I. Registration Details

Registration No.	<input type="text" value="17-07010"/>	State Code :	<input type="text" value="17"/>
Balance Sheet Date	<input type="text" value="31/3/2010"/>		

II. Capital Raised During The Year

Public Issue :	<input type="text" value="Nil"/>	Right Issue:	<input type="text" value="Nil"/>
Bonus Issue :	<input type="text" value="Nil"/>	Private Placement:	<input type="text" value="Nil"/>

III. Position Of Mobilization and Deployment Of Funds

Total Liabilities	<input type="text" value="62,939,427.00"/>	Total Assets:	<input type="text" value="3,603,465.00"/>
-------------------	--	---------------	---

Source Of Funds

Paid up Capital :	<input type="text" value="58,982,000.00"/>	Reserve Surplus:	<input type="text" value="3,603,465.00"/>
Secured Loans:	<input type="text" value="273,440.00"/>	Unsecured Loan:	<input type="text" value="0.00"/>

Application of Funds

Net Fixed Assets:	<input type="text" value="1,429,229.00"/>	Investments:	<input type="text" value="3,000.00"/>
Net Current Assets:	<input type="text" value="61,507,198.00"/>	Misc. Expenditure	<input type="text" value="0.00"/>
Accumulated Losses	<input type="text" value="0"/>		

IV. Performance Of Company

Turnovers	<input type="text" value="63,036,978.00"/>	Total Expenditure	<input type="text" value="62,678,129.00"/>
Profit/[loss] Before Tax	<input type="text" value="358,849.00"/>	Profit/[loss] After Tax	<input type="text" value="256,616.00"/>
Earnings Per Share [Rs.]	<input type="text" value="0.04"/>	Dividend Rate	<input type="text" value="Nil"/>

Includes Other income

V. Generic Names Of Three Principal Products/ Services Of The Company

Item Code No. (ITC Code}	
Product Description	Constructions
Item Code No. (ITC Code}	
Product Description	Information Technology (IT Industry)
Item Code No. (ITC Code}	
Product Description	Trading Share Trading

By Order of the Board of Directors
For DAZZEL CONFINDIVE LIMITED

Satyanarayan Rathi

Sunil Agrawal

Place: Indore
Date: 20-08-2010

Managing Director

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31-3-2010

	31, March, 2010 Rupees	31, March, 2009 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit (before tax and extraordinary items)	358,849	302,062
Adjustments for		
- Depreciation	123,400	138,560
- Interest Received	(759,512)	(636,541)
- Interest Paid	103,027	-
- Profit on Sale of Property	(28,750)	-
- Loss on Sale of Property	30558	1,541
Operating profit (before working capital changes)	(172,428)	(194,378)
Adjustment for-		
- Trade & Other receivables	(19,839,471)	(4,926,236)
- Inventories	1,065,900	2,117,750
- Trade Payables	18,894,042	2,578,115
Cash generated from operations	(51,957)	(424,749)
Interest Paid	(103,027)	-
Expenses for prior period	-	-
Direct Taxes Paid	-111664	-
Cash Flow before extraordinary Items	(266,648)	(424,749)
ExtraOrdinary items (Net) Prov. For deferred tax reversed	(2,233)	(28,127)
Net cash from operating activities (A)	(268,881)	(452,876)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets & Capital Items	(200,000)	(493,196)
Share Issue Expenses	(896,618)	-
Sale of fixed assets	570,558	26,700
Purchase of Investments	-	-
Interest Received	759,512	636,541
Net cash used in Investing Activities (B)	233,452	170,045
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital	-	-
Capital Subsidy	-	-
Proceeds from Long Term Borrowings	(311,943)	175,863
Deffered payment liabilities	-	-
Cash Credit Loans	-	-
Net cash used in Financing Activities (C)	(311,943)	175,863
Net Increase in cash & cash equivalents A+B+C	(347,372)	(106,968)
Cash & Cash equivalents(Op. balance)	561,491	668,459
Cash & Cash equivalents (Closing balance)	214,119	561,491

PLACE : INDORE
DATED : 20-08-2010

S.N. Rathi
Sd/-
Managing director

Sunil Agrawal
Sd/-
Director

AUDITORS REPORT

We have verified the above cash flow statement of **DAZZEL CONFINDIVE LTD.** 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 jaipur Stock Exchange and is based on and is in agreement with the corresponding profit & loss account and balance sheet of the company covered by our report dated 20-08-2010 to the members of the company.

For NAHAR .V & COMPANY
Chartered Accountants
Sd/-
(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217

PLACE : INDORE
DATED : 20-08-2010

M/S. DAZZEL CONFINDIVE LTD., INDORE

SCHEDULE 'P' - NOTES TO THE ACCOUNTS :-

A. ACCOUNTING POLICIES.

i) Basis of Accounting:

The accounts of the company are prepared under the historical cost convention and in accordance with the applicable accounting standards issued by the Institute of Chartered Accountants of India, except where otherwise stated and the relevant provisions of the Companies Act, 1956. For recognition of Profit or Loss, mercantile system of accounting is followed except in the following cases where accounting is done on payment/receipt basis

- a) Leave with wages & salary
- b) Rebate/claim on sales & purchases
- c) Legal and Professional Charges.

ii) Fixed Assets :

Fixed Assets: Fixed assets acquired during the period are stated at cost of acquisition inclusive of all incidental expenses and any attributable cost for bringing the assets to its working condition and exclusive of CENVAT Credit on Capital Account.

iii) Depreciation :

The depreciation of fixed assets has been provided on Straight Line Method as per the rates prescribed in Schedule XIV to the Companies Act, 1956. Depreciation on additions/deletions during the period has been provided on Pro-rata basis. No amount has been written off in respect of leasehold land as grant of lease is for a long period.)

iv) Investments:

Current Investments are stated at Lower of Cost and Fair Value and the resultant decline, if any, is charged to revenue.

v) Inventories :

Inventories are valued on the following basis:

- Finished Goods - At lower of cost or net realizable value
- Trading Goods - At cost

vi) Gratuity :

The management has decided to adopt cash basis of accounting for gratuity liability, hence no provision has been made for accrued liability in the accounts of the company.

vii) Foreign Currency Transactions :

Transactions in foreign exchange are accounted for at exchange rates prevailing on the date on which the transaction takes place. Gains and Losses arising out of fluctuations in exchange rates, relating to the fixed assets, are adjusted to the carrying amount of fixed assets and in other cases transferred to revenue accounts.

viii) Taxation :

Provision for current tax is made on the basis of applicable Income Tax Provisions for the current accounting period.

Deferred Tax is Recognised, subject to the consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

ix) Borrowing Cost :

Borrowing cost which are directly attributable to the acquisition/construction of fixed assets till the time such assets are ready for use are capitalized as part of the assets. Other borrowing costs are treated as revenue expenditure and charged to profit and loss account for the year.

x) Segment Reporting :

The company has identified its primary reportable segments under AS-17 and necessary disclosure is separately made in notes in accounts. The accounting policies adopted for segment report are in line with the accounting policies of the company with the following additional policies for segment reporting.

Revenue and expenses have been identified to a segment on the basis of relationship to

DAZZEL CONFINDIVE LIMITED

operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable". Segment assets and segment liabilities represents assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on a reasonable basis have been disclosed as "Unallocable"

x) Related Party Disclosures:

Related Party Disclosures as per AS-18 issued by ICAI is made and disclosed separately in notes of accounts.

xii) Earning Per Share:

Earning Per Share has been calculated on weighted average of total number of shares as per AS-20 issued by ICAI.

xiii) Impairment of Assets :

The Company has a policy of assessing the impairment of Intangible assets every year in accordance with AS-28as prescribed by ICAI. This is done through comparing its carrying amount as per books of accounts with its recoverable value. Hence no provision is required as per AS-28.

xiv). Revenue Recognition :

Revenue from sale of products is recognised on transfer of all significant risk & rewards of ownership of products to the customers, which is generally on dispatch of goods. Sales are stated exclusive of Value added tax.

Dividend income is recognised when right to receive the dividend is established.

Interest income is recognised on the time proportion basis.

B. NOTES ON ACCOUNTS

- Under the Micro, Small and Medium Enterprises Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is not readily available, no disclosure has been made in the accounts. However, in view of the management, the impact of interest, if any, that can be payable in accordance with the provisions of this act is not expected to be material.
- In the opinion of the management and to the best of their knowledge and belief, the value on realisation of loans and advances and other current assets, in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.
- Balance of Sundry Debtors, Sundry Creditors, and Loans & Advances are subject to conformation.
- Considering the deductions and exemptions available as per the provisions of Income Tax Act, 1961 a provision of Rs. 100000/- (PY Rs. 73499/-) made in the accounts towards current income tax for the year.
- Provision for Deferred Tax Asset- The Provision for Deferred Tax Liability for the Current Year works out to Rs. 2233/- Net Deferred Tax Balances of Rs. 80522/- has been shown in Balance Sheet as per Accounting Standard -22 "Accounting for Taxation of Income" issued by the Institute of Chartered Accountants of India.
- Of the total creditors, amount due to Small Scale Industrial Undertaking can not be segregated pursuant to the Notification issued by the Department of Company Affairs, as the necessary information regarding suppliers status is not available with the company.
- Previous years figures have been regrouped and rearranged wherever necessary. A monetary value at all places, except where other-wise stated, are in terms of rupees.
- Preliminary Expenses are written off 1/5 every year, however during the year the company has incurred Rs 896618 as security expenses which the company has decided to written off from the securities premium account the same has done in the line of section 78 of companies Act 1956.

9. Disclosure of Related Parties/Related Party Transactions:-

A. Relationship :

I. Key Management Personal

Name of Related parties

Mr. Satya Narayan Rathi

Mr. Sunil Agrawal

Mr. Dinesh Gund

Nature of Relationship

Managing Director

Director

Director

Mr. Nirmal Kumar Mehta

Director

Mr. Sharad Mehta

Director

Smt. Asha Chhajed

Director

II Associate Entities : NIL

III Relations of Key Management Personnel: NIL

B. The following transactions were carried out with the related parties retured in above in the ordinary Course of business:

Particulars	Relative of Key Management Personal
Managerial Remunertion & Sitting Fees	171000/-

9. Purchases, Sales and Stock of Goods Traded:-

Class of Goods Traded	Unit	OPENING STOCK		PURCHASES		SALE		STOCK	
		Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value
Shares	Nos.	78863	1218972	18855	19649608	35999	21823409	61719	15072
Cloth	Meters	-	-	5050	40985750	5050	41063569	-	-

2009-10 2008-09

- | | | |
|--|-----|-----|
| a) Imported and Indigenou consumption of Raw Materials | NIL | NIL |
| b) Value of Imports on CIF basis | NIL | NIL |
| c) Expenditure in Foreign Currency | NIL | NIL |
| d) Earnings in Foreign Currency | NIL | NIL |
| e) Payment to Auditors | | |

PARTICULARS	2009-10	2008-09
STATUORY AUDIT FEE	6500	6500
TAX AUDIT FEE	3500	3500

f) Managerial Remuneration Under Section 198 of the Companies Act, 1956

NAME OF DIRECTOR	2009-10	2008-09
S.N. Rath	120000	120000

10. INFORMATION ABOUT BUSINESS SEGMENT:-

Particulars	TRADING		DERIVATIVES		OTHERS		CONSOLIDATED TOTAL	
	2009-10	2008-09	2009-10	2008-09	2009-10	2008-09	2009-10	2008-09
Total Revenue (Sales)	41063569	26990000	21973409	23967389	0	2900000	63036978	53857389
Segment Result								
Unallocated Corporate Expenses	40985750	26990000	20715508	23205142	0	2486722	61701258	52681864
Operating Profit							1335720	1175525
Interest & Other Income							866098	693879
Interest & Other Exp.							1842969	1567342
Profit Before Tax							358849	302062
Income Tax							100000	101576
Profit After Tax							256616	200486

Note:The company has identified three reportable segments viz. Trading, Derivatives Share Transactions and Others have been identified and reported taking into account nature of products and services, the differing risks and returns internal business reporting systems.

10. Earning Per Share (EPS) :

S. No.	Nature of Transation	Current Year	Previous Year
1	Number of Shares at Commecment	5898200	5898200
2	Share issued during the Year	-	-
3	No. of Shares at the end of the year	5898200	5898200
4	Profit After Taxes (Rs. in Lacs)	256616	200486
5	Extra ordinary Items (Within the meaning of AS-5, Net Profit or Loss for the Period, Prior Period Items and Changes in the Accounting Policy	-	-
6	Basic Earning Per Share	0.04	0.03
7	Dilute Value Per Share	0.04	0.03

12. The Company has advances certain amount to Various Party. Such advances are outstanding since 2 to 3 years on which interest has not been charged.
13. During the Year, the Company was wanted to issue 90,00,000 Warrants to the Promoters & Public on preferential basis at a conversion price of Rs. 10 as determined in terms of the provisions of SEBI (DIP) Guidelines read with SEBI (ICDR) Regulations, 2009 but the same was not allotted as the same was not approved by the SEBI. The same was approved & Allotted in the EGM held on 20.05.2010 of the Company. So, the amount received in the same are shown as Current Liability of the Company which was converted into Share Warrant after the balances Sheet date.

Signature to schedule 01 to 18
As per our report of even date

For NAHAR .V & COMPANY
Chartered Accountants
Sd/-
(VISHAL NAHAR)
PROPRIETOR
M.NO. 400217

By Order of the Board of Directors
For DAZZEL CONFINDIVE LIMITED

Satyannarayan Rathi
Sd/-
Managing Director

Sunil Agrawal
Sd/-
Director

PLACE : INDORE
DATED : 20-08-2010

PLACE : INDORE
DATED : 20-08-2010

DAZZEL CONFINDIVE LIMITED

Registered Office : "Dazzle House" B-24, Malviya Nagar, Jaipur - 302017

ATTENDANCE SLIP

I hereby record my presence at the 18th (Eighteenth) Annual General Meeting of the Company to be held at "Dazzle House" B-24, Malviya Nagar, Jaipur - 302017 on Thrusday, the September 30, 2010 at 10.30 a.m.

Member's/Proxy Name:

(in Capital Letters)

Follo No.:.....

No. of shares held :

.....
Member's/Proxy's Signature

(To be signed at the time of handing over this slip)

----- TEAR HERE -----

DAZZEL CONFINDIVE LIMITED

Registered Office : "Dazzle House" B-24, Malviya Nagar, Jaipur - 302017

FORM OF PROXY

I/ we
of in the district of
being a Member/Members of the above named Company hereby
appoint.....

.....
of in the district of.....
failing him.....

as my/ our proxy to vote for me/ our behalf at the 18th (Eighteenth) Annual General Meeting of the Company to be held at "Dazzle House" B-24, Malviya Nagar, Jaipur - 302017 on Thrusday, the September 30, 2010 at 10.30 a.m. and at any adjournment thereof.

Signature(s)



Signed
this day of2010.

NOTE: The Proxy form must be deposited at the Registered office of the Company not less than than 48 hours before the time fixed for holding the Meeting. A Proxy need not be a member.