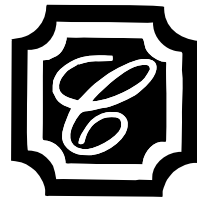


**TWENTY SIXTH ANNUAL REPORT
2011-2012**



CHARTERED CAPITAL AND INVESTMENT LIMITED

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

CHARTERED CAPITAL AND INVESTMENT LIMITED

ANNUAL REPORT 2011-2012

BOARD OF DIRECTORS

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

AUDITORS

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

COMPANY SECRETARY

Manoj Kumar Ramrakhyani

BANKERS

Corporation Bank
HDFC Bank Ltd.

REGISTERED OFFICE

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

CIN

L45201GJ1986PLC008577

WEBSITE

www.charteredcapital.net

SHARE TRANSFER AGENT

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

ISIN No : INE 953B01010

BSE Code : 511696

ASE Code : 11705

NOTICE

Notice is hereby given that 26th Annual General Meeting of the company will be held on Saturday, September 29, 2012 at 11:00 a.m. at the registered office of the company at 711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad - 380006 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on March 31, 2012 and the Profit and Loss Account for the year ended on the date and the Report of Directors and Auditors Report thereon.
2. To appoint a Director in place of Mr. Sanatan N Munsif, who retires by rotation and being eligible, has offered himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

By order of the Board of Directors

Place : Ahmedabad
Date : August 28, 2012

Mohib N. Khericha
Managing Director

Notes

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company. A proxy in order to be effective must be lodged at the registered office of the company at least 48 hours before the commencement of the meeting.**
2. Members/ proxies should bring attendance slip, duly filled in, for attending the meeting.
3. Members/ proxies attending the meeting should bring their copy of the Annual Report for reference at the meeting.
4. Members are requested to notify immediately any change in address:
 - To their Depository Participants (DPs) in respect of the electronic share accounts; and
 - To Registrar and Share Transfer Agent of the Company in respect of their Physical share folios along with Bank particulars.
5. The register of Members and share transfer books of the company will remain closed from Saturday, September 22, 2012 to Saturday, September 29, 2012 (both days inclusive).

CHARTERED CAPITAL AND INVESTMENT LIMITED

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

Mr. Santan N Munsif who is retiring by rotation at the ensuing Annual General Meeting is eligible for re-appointment. A brief resume of the Director is mentioned below:

Name of the Director	Mr. Santan N Munsif
Date of Birth	December 14, 1934
Date of Appointment	May 20, 1993
Expertise in specific functional areas	Mr. Santan Munsif has been associated with the Company since 1993 and has over 30 years of experience in Banking which includes 20 years with Bank of India and 10 years with American Express Bank (1979-1989), at senior positions. He has worked overseas for a considerable period and possesses the right experience to lead CCIL. He liasions and finalises deals with all financial Intermediaries and Institutions including the Reserve Bank of India , Unit Trust of India, Development Banks, Corporates etc. and guides the Company to achieve its goals.
Qualifications	BA (Economics), B.Com, LLB
List of outside Directorship held	None
Chairman/member of the committee of the Board of Directors of the Company*	Member of Audit Committee Member of Shareholders/Investor Grievance Committee
Chairman/member of the committee of the Board of Directors of other Companies in which he is a director*	None
Shareholding in the company	Nil

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

7. 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 am to 1.00 pm. prior to the date of Annual General Meeting.
8. Members who hold shares in dematerialized form are requested to bring their Client Id and DP ID for easier identification of attendance at the AGM. The Annual Listing Fees for the year 2012-13 of all the stock exchanges on which shares of the company are listing, have been paid.
9. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions to the company so as to reach at least 10 days before the date of the meeting, so that the information required will be made available at the meeting, to the best extent possible.

By order of the Board of Directors

Place : Ahmedabad
Date : August 28, 2012

Mohib N. Khericha
Managing Director

DIRECTORS' REPORT

To,

Dear Shareholders,
Chartered Capital and Investment Limited

Your Directors are pleased to present herewith the 26th Annual report together with the Annual Audited Accounts of the Company for the year ended March 31, 2012.

FINANCIAL RESULTS

The Financial results for the year ended March 31, 2012 are summarized as under:

Particulars	(Rs. In Lacs)	
	For the year ended	
	31/03/2012	31/03/2011
Total Income	314.73	858.17
Profit (Loss) before depreciation and taxes	215.07	609.53
Less: Depreciation	3.02	1.86
Less: Provision for taxes	49.00	182.20
Less: Deferred Tax	0.70	0.46
Profit (Loss) After Tax	162.35	425.01

OPERATIONS

During the year under review, gross income as well as net profit of the Company decreased to Rs.314.73 lacs & Rs.162.35 lacs respectively from Rs.858.17 & Rs.425.01 lacs respectively during the previous year. The overall dull capital market including primary market as well as the SEBI's ex-parte interim order dated December 28, 2011 prohibiting the Company and its 2 key officials from taking up any new assignment or involvement on any new issue of capital including IPO; follow-on issue etc till further directions, were the main reason for such downfall in the overall performance of the company. However, the Company is taking necessary steps to get the best possible relief at the earliest.

DIVIDEND

The Board of Directors does not recommend any dividend for the year 2011-2012 with a view to reinvest the profit for the operations of the Company.

DIRECTORS

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

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

MANAGEMENT DISCUSSION AND ANALYSIS

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

CORPORATE GOVERNANCE

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

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

CEO/CFO CERTIFICATION

A certificate from the Managing Director, pursuant to Clause 49(V) of the Listing Agreement has been placed before the Board at its Meeting held on August 28, 2012.

FUTURE OUTLOOK

The economic outlook for the year 2012-13, high inflation, high interest rates, fiscal & current account deficit, liquidity tightness, high oil prices and pressure on exchange rates would be the reason for slowing the down the economic growth. RBI, alongside inflation concern, should think about the economic expansion of the country since the liquidity situation could get distressed and will put India's economic growth at risk. Moreover, the higher cost of credit will certainly have an impact in the corporate balance sheet, which will prevent the short term foreign inflows in the country to finance the current account deficit until inflation sustained below comfort zone of reserve bank. Inflation would continue to remain the predominant concern for the debt market. We are likely to witness a lot of activity in all the spheres of the capital market. Inflation risks stayed, while growth showed a sign of moderation. On current reckoning, growth is likely to stay around trend growth of around 6-7 per cent. However, downside risks have increased. Overall, some moderation in growth is expected in 2012-13.

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So far as company's near term future outlook is concerned, SEBI's ex-parte interim order dated December 28, 2011 prohibiting the Company and its 2 key officials from taking up any new assignment or involvement on any new issue of capital including IPO; follow-on issue etc till further directions, may also have its negative impact on the revenue and profitability of the Company.

SEBI's ex-parte ad-interim order dated December 28, 2011 in the matter of IPO of RDB Rasayans Limited

SEBI vide its ex-parte ad-interim order dated December 28, 2011 in the matter of IPO of RDB Rasayans Limited for which the Company was the BRLM, has, inter alia, prohibited the Company and its 2 key officials, from taking up any new assignment or involvement on any new issue of capital including IPO, follow-on issue etc from the securities market in any manner whatsoever from the date of the Impugned Order till further directions. The Impugned Order alleges lack of due diligence on the part of the Company in the handling of an IPO assignment as a merchant banker. The company filed its reply to SEBI on January 14, 2012 denying all the allegations against the company and its officials and also attended personal hearing held at SEBI's office on March 16, 2012. In spite of repeated requests to SEBI to pass the final order in the matter, the SEBI has not passed any final order in the matter and therefore the Company has preferred to file an appeal against the said order to Hon'ble Securities Appellate Tribunal (SAT) on August 8, 2012. The Company expects a prompt & favorable order from SAT in this regard. However, the same is still pending with SAT.

STOCK EXCHANGES

The Company's shares are listed on Bombay Stock Exchanges Limited (BSE) and Ahmedabad Stock Exchange Limited (ASE). The company has paid necessary listing fees of both the stock exchanges for the year 2012-2013.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguards in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities;
- iv. The Directors have prepared the Annual Accounts on a going concern basis.

DEPOSITS

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

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

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

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

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

AUDITORS AND AUDITORS' REPORT:

M/s Mayank Shah & Associates, Chartered Accountants, Ahmedabad hold office as Auditors of the Company until the conclusion of 26th Annual General Meeting and Board recommends their re-appointment till the conclusion of next Annual General Meeting. The Company has received a certificate from Auditors under Section 224(1) of the Companies Act, 1956 to the effect that their re-appointment, if made, would be within the prescribed limits under Section 224(1B) of the Act. The Board recommends their re-appointment for the next term.

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

The Board has duly reviewed the Auditors Report on the Accounts. The observations appearing in the Auditors Report are self explanatory and do not call for any further explanation/clarification/comments by the Board of Directors.

Acknowledgement

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

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

For and on behalf of Board of Directors

Place : Ahmedabad
Date : August 28, 2012

Mohib N Khericha
Managing Director

A L Sanghvi
Vice chairman

MANAGEMENT DISCUSSION AND ANALYSIS

A. Industry Structure and Developments

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

The current macro-economic environment is passing through a severe slowdown led by weakening in investment activity. Indeed, GDP is tepid around 6.5% in FY12, compared to a healthy 8.4% in FY11. While the fall in consumption also played a part in slowdown, the investment decline was much more pronounced. Worryingly, this trend of disproportionate decline in investments is being witnessed for the last 3-4 years (post-Lehman crisis). This does not augur well for the long-term growth of the country, as, low rate of investment means lower growth in the coming years. The key reasons that led to a slump in investments are elevated inflation, tight monetary policy, decline in business confidence, Slippages in fiscal and Current Account Deficit and unfavourable global developments.

CAPITAL MARKETS

With the country facing a host of challenges in the economic front, the Indian capital markets and India as a favoured investment destination lost a lot of shine during FY12. As a result, the markets went through extremely challenging times for most part of FY12 and finally under performed most other markets for the year despite a rally in the closing stages. With investment climate being uncertain, most corporates put their capex plans on the backburner with the result that primary market equity raising and other investment banking activities like mergers and acquisition slumped. We believe FY12 was one of the toughest years in recent memory for capital markets. However, with economic conditions improving gradually, we see the year ahead of us as better than FY12 though there is no scope for undue euphoria or optimism. We see growth returning slowly in the capital markets in the latter half of FY13.

We expect the regulators and government to continue to work towards policy liberalisation and structural reforms bringing in higher efficiencies and growth in markets. Despite a lower growth projection for India for FY13, we expect the Indian economy to outperform most developed economies. This should ensure a reasonable growth in the capital markets, throwing up exciting business opportunities. Forward-looking organisations would think ahead and place themselves in the right place to catch these opportunities.

PUBLIC ISSUES

The IPO/FPO market in the FY12 remained dull with fewer companies tapping this route to garner capital. The poor market sentiment led by deteriorating macroeconomic indicators forced companies to either postpone their IPO's or put capital requirements on hold. Even the government's target to mop up Rs.40000 crores went short by a huge gap.

The IPO/FPO (equity) market in the FY12 managed to garner Rs. 10482 crores from 35 issues in FY12 against Rs. 48653 crores from 58 issues in FY11. The public issues (debt) market in the FY12 managed to garner Rs. 35623 crores from 20 issues in FY12 against Rs. 9451 crores from 10 issues in FY11. Among the major IPO of the year, L&T Finance Holding raised Rs. 1,245 crore, gold loan company Muthoot Finance garnered Rs. 900 Crore, future Ventures mopped up Rs. 750 Crore and commodity bourse MCX raked in Rs. 663 crore. ONGC had raised Rs. 12,767 crore through FPO. The share sale was subscribed 98.3 per cent. LIC had Subscribed to 84 per cent of the share on offer. The Volatility factor in the stock market has taken its toll overall with as many as 58 Indian companies to leg go of regulatory approval for their IPOs to Lapse FY12.

QUALIFIED INSTITUTION PLACEMENTS (QIP)

The QIP market was no better in the FY12. The total amount placed in FY12 from 16 issues was Rs.2163 crores against Rs. 25861 crores Collected from 50 issues in FY11. The curtailment in the QIP happened primarily on weak to flat market condition due to persistent short term economic and expected corporate headwinds.

B. Opportunities & Threats

Opportunities:

- Healthy and sustainable economic growth rate with sound macro-economic fundamentals;
- Low penetration of financial services and products in India;
- Regulatory reforms would aid greater participation of all class of investors;
- Favorable demographics like huge middle class, larger younger population with disposable income and investible surplus, change in attitude from wealth creation and risk taking abilities of the youth etc.;
- Corporate are looking at expanding in overseas/domestic markets through merger & acquisitions and Corporate advisory Services.

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Threats:

- Execution Risk;
- Increased competition from local and global players operating in India;
- Regulatory Changer impacting the landscape of business;
- Unfavorable economic condition.

C. Segment-wise or Product-wise Performance

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

D. Outlook

While the year FY12 faced considerable headwinds from high inflation, high interest rates, liquidity tightness, high oil prices, pressure on exchange rates, fiscal and current account deficit leading to a decline in business confidence, FY13 is expected to be better than FY12 as the consumption-investment mix is expected to improve in favour of the latter. This should be helped by a reversal of interest rate cycle that RBI has already signalled in its April 2012 Policy announcement. This should help support investments. However, consumption growth is expected to decline in FY13, as the lagged effect of past monetary tightening plays out. Accordingly, while FY13 GDP growth is hopefully likely to be similar to FY12 at 6.5%, its consumption-investment mix would be favourable for growth. At the same time, there is no reason for euphoria or undue optimism for FY13 and the downside risks emanating from any deterioration in macro-economic indicators and a less than normal monsoon remain. In fact, the operating conditions in the first two months of FY13 unfortunately indicate that the growth may not return soon.

With the long-term India growth story intact, we are confident of garnering our share when the growth reappears. Regulatory framework is also being re-worked which, we expect, will help to boost up the economy as well as the capital market.

E. Risk Management

It is our constant endeavour to ensure that every risk we take has been thoroughly assessed, and that all risks are concomitant with their potential return. We have worked to strengthen our enterprise wide risk management processes and practices through our risk philosophy, whose core lies in the identification, measurement, monitoring and action along with the development of risk mitigation plans.

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

F. Internal Control Systems & Their Adequacy

The company's internal control systems are adequate and provide, among other things, reasonable assurance of recording transactions of operations in all material respects and of providing protection against significant misuse or loss of company assets. The internal control systems lay down the policies, authorization and approval procedures. The adequacy of the internal control systems has been reported by the auditors under the Companies (Auditor's Report) Order, 2003.

G. Discussion on Financial Performance

During the year under review, gross income as well as net profit of the Company decreased to Rs.314.73 lacs & Rs.162.35 lacs respectively from Rs.858.17 & Rs.425.01 lacs respectively during the previous year. The overall dull capital market including primary market as well as the SEBI's ex-parte interim order dated December 28, 2011 prohibiting the Company and its 2 key officials from taking up any new assignment or involvement on any new issue of capital including IPO; follow-on issue etc till further directions, were the main reason for such downfall in the overall performance of the company. However, the Company is taking necessary steps to get the best possible relief at the earliest.

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

There has been no material development on the Human Resource / Industrial Relations front during the year. Employee relations at all levels continue to remain cordial. The Company had 12 employees as on March 31, 2012.

CAUTIONARY STATEMENT

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

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement)

Company's Philosophy on Corporate Governance

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

A detailed Compliance Report in this regard is given below:

1. Company's Policy

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

2. Board of Directors

The Company has a balanced board with optimum combination of Executive and Non-Executive Directors which includes independent professionals. As on date, the Board of Directors of the company comprises of 5 Directors.

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

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

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

Director	No. of Meetings		Last AGM attended
	Held	Attended	
Mr. Sanatan Munsif	8	5	No
Mr. A.L.Sanghvi	8	8	Yes
Mr. Mohib N. Khericha	8	8	Yes
Mr. Ashok Kavdia	8	8	Yes
Mr. Deepak Singhvi	8	6	No

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The Board of Directors met 8 times during the year on the following dates:

April 18, 2011, May 07, 2011, June 20, 2011, August 05, 2011, September 03, 2011, November 07, 2011, January 06, 2012, February 07, 2012

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

Board Procedure

The annual calendar of Board Meetings is agreed upon at the beginning of the year. The agenda is circulated in advance to the Board Members. The items in the agenda are backed by the comprehensive background information to enable the Board to take appropriate decisions.

3. Code of Conduct

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

DECLARATION

As provided under Clause 49 1D of the Listing Agreement of the stock exchanges, All Board Members and Senior Management Personnel have affirmed compliance with the code of conduct of the company for the year ended March 31, 2012.

Mohib N. Khericha
Managing Director

Place : Ahmedabad
Date : August 28, 2012

4. Audit Committee

Terms of Reference

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

Composition of Audit committee

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

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

The committee met 5 times during the year i.e. May 07, 2011, August 05, 2011, September 03, 2011, November 07, 2011, and February 07, 2012 and the attendances of members of the committee were as follows:

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

5. Remuneration Committee

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

The composition of the Remuneration Committee is:

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

The Managing Director's remuneration is in conformity with the existent laws and regulations and approved by the shareholders. He was paid a total remuneration of Rs.14,49,360 including provident fund. Detail of remuneration of Managing Director is as under:

Name	Salary (Rs.)	Allowances (Rs.)	Total (Rs.)
Mr. Mohib N Khericha	9,69,360	4,80,000	14,49,360

Entire remuneration is fixed as per the terms approved by the shareholders and he was not granted any performance linked incentive. The appointment of Mr. Mohib N Khericha as Managing Director is for a period of five years with effect from April 1, 2010. The appointment is subject to termination by 3 months notice on either side. No severance fee is payable to the Managing Director. The remuneration paid to Mr. Mohib N Khericha for the financial year 2011-12 is as per the terms approved by the shareholders at the 23rd Annual General Meeting of the Company held on September 18, 2009. No stock option has been ever granted to him

Non-executive directors are not paid any sitting fee for attending any Board Meetings or any meetings of the committee thereof. There is no other pecuniary relationship or transaction of the non-executive directors' vis-à-vis the company.

Details of Shareholding of Non-Executive Directors are as under:

Name of Director	No of Equity Shares
Mr. Sanatan N. Munsif	Nil
Mr. A. L. Sanghvi	3,37,600
Mr. Ashok Kavdia	Nil
Mr. Deepak P. Singhvi	Nil

During the Financial Year 2011-12, no meeting of the remuneration committee was held.

6. Shareholder's/Investor's Grievance Committee

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

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

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

The committee comprises the following Directors namely:

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

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

7. CEO/CFO Certification

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

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

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(iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having significant role in the company's internal control system.

The above certificate was placed before the Board at its meeting held on August 28, 2012.

8. Report on Corporate Governance

A separate section on Corporate Governance forms part of the Annual Report. The Company is in full compliance with all the provisions of clause 49 of Listing Agreement entered into with the Stock Exchanges.

9. Compliance

The Company is compliant with the requirements as prescribed in Clause 49 of the Listing Agreement. A Certificate from the Statutory Auditors confirming compliance with all the conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement with the Stock Exchanges is annexed and forms part of this report. As far as adoption of non-mandatory requirements are concerned, the Board has constituted a Remuneration Committee of Directors comprising of Non-Executive and Independent Directors.

10. General Body Meeting

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

Date	Venue	Time
September 30, 2011	711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad-380006	11:30 am
September 30, 2010	711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad-380006	11:30 am
September 18, 2009	711, Mahakant, Opp. V. S. Hospital, Ellisbridge, Ahmedabad-380 006	11:30 am

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

11. Notes on Director seeking Appointment/ Re-Appointment

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

12. Disclosures

a. Disclosures on materially significant related party transactions

During the Financial Year 2011-12, there was no transaction of a materially significant nature with the promoters, the directors or the management, their subsidiaries or relatives that may have potential conflict with the interest of the company at large.

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

b. Disclosure of Accounting Treatment

The Company has followed all the relevant /applicable Accounting Standards issued by the ICAI while preparing the financial statements.

c. Details of non-compliance etc by the company related to capital markets

SEBI vide its ex-parte ad-interim order dated December 28, 2011 in the matter of IPO of RDB Rasayans Limited for which the Company was the BRLM, has, inter alia, prohibited the Company and its 2 key officials, from taking up any new assignment or involvement on any new issue of capital including IPO, follow-on issue etc from the securities market in any manner whatsoever from the date of the Impugned Order till further directions. The Impugned Order alleges lack of due diligence on the part of the Company in the handling of an IPO assignment as a merchant banker. The company filed its reply to SEBI on January 14, 2012 denying all the allegations against the company and its officials and also attended personal hearing held at SEBI's office on March 16, 2012. In spite of repeated requests to SEBI to pass the final order in the matter, the SEBI has not passed any final order in the matter and therefore the Company has preferred to file an appeal against the said order to Hon'ble Securities Appellate Tribunal (SAT) on August 8, 2012. The Company expects a prompt & favorable order from SAT in this regard. However, the same is still pending with SAT.

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

d. Disclosure of Risk Management

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

e. Details of compliance with mandatory & non mandatory requirements.

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

13. Means of Communication

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

GENERAL INFORMATION FOR SHAREHOLDERS

- a) Annual General Meeting
 Date : September 29, 2012
 Time : 11:00 a.m.
 Place : 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380006
- b) The financial calendar (tentative)
 Financial reporting for:
 Quarter ending June 30, 2012 - On or before August 15, 2012
 Half year ending September 30, 2012 - On or before November 15, 2012
 Quarter ending December 31, 2012 - On or before February 15, 2013
 Year ending March 31, 2013 - on or before end of August 2013
- c) Dates of Book closure : From Saturday, September 22, 2012 to Saturday, September 29, 2012 (Both days inclusive) (for the purpose of Annual General Meeting of the Company)
- d) **Dividend Payment date**
 Not applicable (As no dividend is proposed for the financial year 2011-12)
- e) **Registered Office:-**
 711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad-380006
Branch Office at Mumbai:-
 418-C, "215 Atrium", Andheri Kurla Road, Andheri (East), Mumbai-400059
- f) The equity shares of the company are listed on the Ahmedabad Stock Exchange Limited (ASE) and Bombay Stock exchange Limited (BSE). The listing fees for the year 2012-2013 have been paid to both the Stock Exchanges where the shares of the Company are listed.
- g) Stock Code : Bombay Stock Exchange : 511696
 Ahmedabad Stock Exchange : 11705
- h) Demat ISIN Number for NSDL and CDSL : INE953B01010
- i) Market price Data: High, Low during each month in last financial year i.e. April 1, 2011 to March 31, 2012 at Bombay Stock Exchange as below:

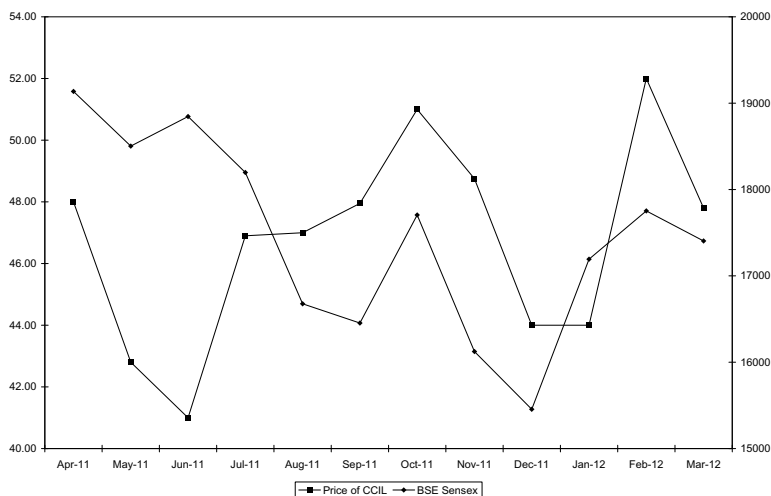
Month	Highest Price (Rs)	Lowest Price (Rs)
April 2011	48.60	37.80
May 2011	50.40	40.15
June 2011	46.00	40.00
July 2011	47.65	40.05
August 2011	49.50	41.55
September 2011	50.45	42.80
October 2011	54.05	44.05
November 2010	53.55	43.75
December 2011	50.90	44.00
January 2012	51.05	39.30
February 2012	57.70	40.00
March 2012	54.15	40.00

Source: www.bseindia.com

CHARTERED CAPITAL AND INVESTMENT LIMITED

j) Stock Performance

The performance of the Company's share price vis-à-vis the BSE Sensex during the year 2011-12 is as under:



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

Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai-400078, Tel: 022-25963838, Fax: 022-25946969, Email: mumbai@linkintime.co.in

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

m) Distribution of Shareholding as on March 31, 2012

No. of Shares	No. of Shares held	% of total shares	No. of Shareholders	% of Shareholders
Up to 500	91018	3.02	603	77.31
501-1000	64674	2.15	75	9.62
1001-2000	40709	1.35	26	3.33
2001-3000	32636	1.08	13	1.67
3001-4000	33326	1.11	10	1.28
4001-5000	39680	1.32	8	1.03
5001- 10000	86335	2.87	12	1.54
10001 and above	2623222	87.10	33	4.23
Total	3011600	100.00	780	100.00

Category of Shareholders as on March 31, 2012

Category	No. of shares held	% of Shareholding
Promoters	1706332	56.66
Mutual funds and UTI	Nil	Nil
Private Corporate Bodies	234578	7.79
Indian Public	901810	29.95
NRI/OCBs	325	0.01
Any Other (Clearing House, Clearing Member etc)	28555	0.94
Trusts	140000	4.65
Total	3011600	100

- n) **Dematerialization of shares and Liquidity:** 96.34 % of total paid up capital has been dematerialized as on March 31, 2012
- o) The company has not issue any GDRs/ADRs /Warrants or any convertible instruments.

Address for Correspondence:

Company

Chartered Capital and Investment Limited, 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380006
Tel: 079-26575337, 2657 7571, Fax: 079- 2657 5731, Email: info@charteredcapital.net

Share Transfer Agent

Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai-400078
Tel: 022-25963838, Fax: 022-25946969, Email: mumbai@linkintime.co.in

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

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

We have examined the compliance of conditions of Corporate Governance by **CHARTERED CAPITAL AND INVESTMENT LTD.** for the year ended on March 31,2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

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

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

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

Place : Ahmedabad
Date : August 28, 2012

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

CHARTERED CAPITAL AND INVESTMENT LIMITED

AUDITORS REPORT

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

1. We have audited the attached Balance Sheet of **CHARTERED CAPITAL AND INVESTMENT LIMITED**, ('the Company') as at 31st March, 2012 and also the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors Report) Order, 2003 as amended by The Companies (Auditor's Report) Amendment Order, 2004 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the annexure referred to in Paragraph 3 above:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement comply with the accounting standards referred to in Sub-section 3 (c) of Section 211 of the Companies Act, 1956 except AS-15 as referred to in para-f below.
 - e) On the basis of written representations received from the Directors, and taken on record by Board of Directors, we report that none of the Directors is disqualified as on 31st March 2012 from being appointed as director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the notes thereon and subject to Note – 24 regarding non provision of future liability of Gratuity give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i in case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012 and
 - ii in case of the Statement of Profit & Loss, of the Profit of the Company for the year ended on that date.
 - iii in case of Cash Flow Statement, of the Cash Flows of the Company for the year ended on that date.

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

Place : Ahmedabad
Date : 30/05/2012

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

ANNEXURE TO THE AUDITOR'S REPORT

(Annexure referred to in paragraph 3 of our Auditors Report of even date on Financial Statements of Chartered Capital and Investment Limited for the year ended on 31/03/2012)

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

1. a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) According to the information and explanation given to us, the Company has formulated a regular programme of verification by which all the assets of the company shall be verified in a phased manner, which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. To the best of our knowledge, no material discrepancies were noticed on the verification conducted during the year as compared with the book records.
- c) There were no disposals of fixed assets during the year.
2. The company has neither granted nor taken any loans, secured or unsecured, to or from companies, firms or other parties covered in the register maintained under section 301 of the act.
3. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of company and the nature of its business for the sale of services. During the course of our audit no major weakness has been noticed in the internal controls.
4. To the best of our knowledge and belief and as explained to us the Company has not entered into any transactions required to be entered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, clause 4(v)(b) of the order is not applicable.
5. In our opinion and according to the information and explanation given to us, the company has not accepted deposits from the public within the meaning of section 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
6. In our opinion, the company has internal audit system commensurate with the size and nature of its business.
7. a) According to the records of the company and information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Excise Duty, Custom Duty, Service Tax, Sales Tax, Wealth Tax, Cess, Investor Education and Protection Fund and any other material statutory dues as applicable to it, with the appropriate authorities during the year. As explained to us, no undisputed amounts payable were in arrears as at 31st March 2012 for a period of more than six months from the date they became payable.
- b) According to the information and explanation given to us, the Company had the following dues of Income Tax which has not been deposited on account of dispute.

Statement of Disputed Dues

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which amount relates	Forum where dispute is pending
	Income Tax	3,11,917	A.Y.2008-09	Income tax Appellate Tribunal - Ahmedabad
Income Tax Act, 1961.	Income Tax	1,35,832	A.Y.2009-10	Income tax Appellate Tribunal – Ahmedabad
	Income Tax	1,35,802	A.Y.2010-11	Income tax Appellate Tribunal – Ahmedabad

8. The company neither has any accumulated losses nor has incurred any cash loss in the current year and immediate preceding financial year.
9. According to the information and explanations given to us the company has not defaulted in repayment of dues to bank. The company had no transaction with financial institution and held no debentures outstanding during the year.
10. According to the information and explanation given to us the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
11. The provisions of any special statute applicable to chit fund, nidhi, or any mutual fund/Societies are not applicable to the company.

CHARTERED CAPITAL AND INVESTMENT LIMITED

12. The company has maintained records of transactions and contracts in respect of trading in shares, debentures and other securities and timely periodic entries are made therein. All shares, debentures and other securities, in which company has invested, are held by the company in its own name, except to the extent of the exemption, granted under Section 49 of the Companies Act 1956.
13. According to information and explanations given to us, the company has not given guarantee for loans taken by others from banks or financial institutions.
14. The Company did not have any term loans outstanding during the year.
15. According to the information and explanation given to us and on an overall examination of the Balance Sheet of the company we report that no funds raised on short term basis have been used for long term investment by the company.
16. The company has not made any preferential allotment of shares to parties or companies covered in the register maintained under Section 301 of the Companies Act 1956.
17. The company has not issued any debentures during the period.
18. The company has not raised any money by way of public issues during the year.
19. During the course of our examination of the books of account and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
20. Looking to the nature of activities being carried on at present by the company and also considering the nature of matters referred to in the various clauses of Companies (Auditors Report) Order, 2003 clauses (ii) and (viii), of paragraph 4 of the aforesaid order, are in our opinion not applicable to the company.

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

Place : Ahmedabad
Date : 30/05/2012

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

BALANCE SHEET AS AT 31ST MARCH, 2012

Particulars	Schedule	31 March 2012 Amount Rs.	31 March 2011 Amount Rs.
EQUITY AND LIABILITIES			
1 Shareholder's funds			
Share Capital	3	30,116,000	30,116,000
Reserves & Surplus	4	174,978,738	159,947,382
2 Non-current liabilities			
Deferred Tax Liabilities	5	500,373	430,364
3 Current liabilities			
Short-term Borrowings	6	-	14,525,211
Other Current Liabilities	7	3,547,941	1,101,355
Short-term Provisions	8	325,985	148,560
	TOTAL	209,469,037	206,268,872
ASSETS			
1 Non-current Assets			
Fixed Assets			
Tangible Assets	9	4,599,376	4,901,482
Non-current Investments	10	105,792,665	126,858,883
Long-term Loans and Advances	11	3,145,000	3,143,000
Other Non-current Assets	12	24,532,323	61,421,462
2 Current Assets			
Trade Receivables	13	-	1,252,601
Cash and Bank Balances	14	57,970,830	1,300,256
Short-term Loans and Advances	15	8,662,548	7,391,188
Other Current Assets	16	4,766,295	-
	TOTAL	209,469,037	206,268,872

Summary of Significant Accounting Policies

2

The notes are an integral part of the financial statements

As per our report of even date attached
For MAYANK SHAH & ASSOCIATES
Chartered Accountants
(Firm Registration No. 106109W)

(M.S.SHAH)
PARTNER
M. No. 44093
Place: Ahmedabad
Date : 30/05/2012

For AND ON BEHALF OF THE BOARD OF DIRECTORS

M.N.KHERICHA

MANAGING DIRECTOR

A. L. SANGHVI

VICE CHAIRMAN

MANOJKUMAR RAMRAKHYANI

COMPANY SECRETARY

CHARTERED CAPITAL AND INVESTMENT LIMITED**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31 MARCH 2012**

PARTICULARS	NOTES	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
INCOME			
Revenue from Operations	17	23,610,301	76,754,625
Other Income	18	7,862,883	5,213,265
	Total Revenue	31,473,184	81,967,890
EXPENDITURE			
Employee Benefit Expenses	19	5,453,300	5,599,311
Finance Costs	20	595,618	1,220,594
Depreciation and Amortisation Expense		302,106	186,786
Other Expenses	21	3,917,495	14,194,516
	Total Expenses	10,268,519	21,201,207
Profit Before Tax		21,204,665	60,766,683
Tax Expenses			
Current Tax		4,900,000	18,220,000
Deferred Tax		70,009	45,614
Tax in respect of Earlier Years		1,203,300	16,920
		6,173,309	18,282,534
Profit for the year		15,031,356	42,484,149
Earning per Equity Share of Face Value of Rs. 10/- each			
Basic as well as Diluted Earning per Equity Share		4.99	14.11
Summary of Significant Accounting Policies	2		
The notes are an integral part of the financial statements			

As per our report of even date attached
For MAYANK SHAH & ASSOCIATES
Chartered Accountants
(Firm Registration No. 106109W)

(M.S.SHAH)
PARTNER
M. No. 44093
Place: Ahmedabad
Date : 30/05/2012

For AND ON BEHALF OF THE BOARD OF DIRECTORS

M.N.KHERICHA MANAGING DIRECTOR

A. L. SANGHVI VICE CHAIRMAN

MANOJKUMAR RAMRAKHYANI COMPANY SECRETARY

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH 2012

Particulars	Year Ended 31 March 2012 Amount Rs.	Year Ended 31 March 2011 Amount Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extra ordinary items	21,204,665	60,766,683
Adjustment for :		
Depreciation	302,106	186,786
Loss / (Profit) on sale of Assets	-	36,027
Loss/(Profit) on sale of Investments	(1,223,016)	(11,519,015)
Dividend Income	(4,325,408)	(3,279,815)
Operating Profit before Working Capital changes	<u>15,958,347</u>	<u>46,190,666</u>
Adjustment for :		
Current Assets	(52,809,925)	12,555,511
Current Liabilities & Provisions	(1,779,289)	(19,029,542)
Cash from operating activities	(38,630,867)	39,716,635
Income Tax paid	(1,700,000)	(9,500,000)
Net Cash from operating activities (A)	<u>(40,330,867)</u>	<u>30,216,635</u>
B. CASH FLOW FROM INVESTING ACTIVITY		
Sale of Fixed Assets	-	13,000
Purchase of Fixed Assets	-	(3,426,305)
Sale/(Purchase) of Investment (Net)	22,289,234	(18,276,752)
Dividend Income	4,325,408	3,279,815
Net Cash Generated from investing activities (B)	<u>26,614,642</u>	<u>(18,410,242)</u>
C. CASH FLOW FROM FINANCE ACTIVITY		
Borrowing (Net) (Secured & unsecured loans)	(14,525,211)	(5,405,328)
Increase in Non-current Assets	36,887,139	(48,672,797)
Net Cash from financing activities (C)	<u>22,361,928</u>	<u>(54,078,125)</u>
NET INCREASE/(DECREASE) IN CASH/BANK BALANCE [D=A+B+C]	<u>8,645,703</u>	<u>(42,271,732)</u>
CASH & CASH EQUIVALENT - OPENING BALANCE	1,300,256	43,571,988
CASH & CASH EQUIVALENT - CLOSING BALANCE	9,945,959	1,300,256

As per our report of even date attached
For MAYANK SHAH & ASSOCIATES
Chartered Accountants
(Firm Registration No. 106109W)

(M.S.SHAH)
PARTNER
M. No. 44093
Place: Ahmedabad
Date : 30/05/2012

For AND ON BEHALF OF THE BOARD OF DIRECTORS

M.N.KHERICHA MANAGING DIRECTOR

A. L. SANGHVI VICE CHAIRMAN

MANOJKUMAR RAMRAKHYANI COMPANY SECRETARY

CHARTERED CAPITAL AND INVESTMENT LIMITED

1. BACKGROUND OF THE COMPANY

Chartered Capital and Investment Limited originally incorporated as a Private Limited Company, was converted into Public Limited Company in 1994. The equity shares of the company are listed on the Ahmedabad Stock Exchange Limited (ASE) and Bombay Stock Exchange Limited (BSE). The Company is registered as Merchant Banker with the Securities & Exchange Board of India (SEBI). The Company is principally engaged in Merchant Banking activities.

2. SIGNIFICANT ACCOUNTING POLICIES

A. Accounting convention

(a) Basis of Accounting

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

(b) Presentation And Disclosure Of Financial Statements

During the year ended 31st March, 2012, the Revised Schedule-VI notified under Companies Act 1956, has become applicable to the company, for preparation and presentation of its Financial statements. The adoption of Revised Schedule-VI does not impact recognition and measurement principles followed for preparation of Financial Statements. However, it has significant impact on presentation and disclosure made in financial statements. The company has also restated the previous year figures in accordance with the requirements applicable for the current year.

(c) Use of estimates

The preparation of the financial statements in conformity with Indian Generally Accepted Accounting Policies requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

B. Revenue recognition

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

- (a) Merchant Banking Activities fees are accounted on accrual basis in accordance with the terms and contracts entered into between the company and the counterparty.
- (b) Consultation fees are accounted on accrual basis depending upon progress of assignment.
- (c) Underwriting Commission is recognised on accrual basis and is exclusive of Service Tax.
- (d) Dividend Income is recognised when the right to receive payment is established.
- (e) Profit/Loss earned on sale of Investments is recognised on trade date basis. Profit/Loss on sale of Investments is determined based on the weighted average cost of the Investments sold. Profit/Loss on closed positions of Derivative instruments is recognised on final settlement or squaring up of the contracts. For Profit/Loss on Derivative instruments where the company has open positions at the year-end refer Point 1.3 below.
- (f) Interest income is recognised on accrual basis.
- (g) Brokerage earned from primary market operations, i.e. procuring subscription from investors for public offerings of companies are recorded on determination of the amount due to the company, once the allotment of securities is completed.

C. Accounting for Futures & Options

i) Equity Index / Stock – Futures

- (a) Equity Index/Stock-Futures are marked-to-market on daily basis. Debit or credit balance disclosed under Loans & Advances or Current Liabilities, respectively, in the "Mark-to-Market Margin – Equity Index/Stock Future Account", represents the net amount paid or received on the basis of movement in the prices of index/Stock Futures till the balance sheet date.
- (b) As on the balance sheet date, the profit/loss on open positions in Index/Stock Futures are accounted for as follows:
 - Credit balance in the "Mark-to-Market Margin – Equity Index/Stock Future Account", Being anticipated profit, is ignored & no credit is taken in the profit & loss account.

- Debit balance in the “Mark-to-Market Margin – Equity Index/Stock Futures Account”, being anticipated loss, is recognised in the profit and loss account.
- (c) On final settlement or squaring-up of contracts for Equity Index/Stock Futures, the profit or loss is calculated as difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract in “Mark-to-Market Margin – Equity Index/Stock Futures Account” is recognised in the profit and loss account upon expiry or settlement of the contracts. When more than one contract in respect of the relevant series of Equity Index/Stock Futures contract to which the squared-up contract pertains is outstanding at the time of the squaring-up of the contract, the contract price of the contract so squared-up is determined using weighted average method for calculating profit/loss on squaring-up.
- (d) “Initial Margin – Equity Index/Stock Futures Account”, representing initial margin paid, and “Margin Deposits”, representing additional margin over and above initial margin, for entering into contracts for Equity Index / Stock Futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Loans and Advances.

ii) Equity Index / Stock – Options

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

D. Fixed Assets

Tangible Assets

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

E. Depreciation on Fixed Assets

Tangible Assets

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

F. Investments

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

G. Employee Benefits

- (a) Short Term Employees Benefit

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

CHARTERED CAPITAL AND INVESTMENT LIMITED

(b) Post Employment Benefit

Defined Contribution Plans – Monthly contributions to the Provident Fund which is defined contribution schemes are charged to Profit and Loss Account and deposited with the Provident Fund Authorities on monthly basis. Defined Benefit Plans – Gratuity to Employees are recognised in Profit and Loss Account as and when paid to Employees.

(c) Terminal Benefit

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

H. Borrowing Cost

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

I. Taxes on Income

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

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

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

J. Provisions, contingent liabilities and contingent assets

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

K. Cash flow statement

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

L. Impairment of assets

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

M. Earnings per Share (EPS)

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year are adjusted for events such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding without a corresponding change in resources

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

N. Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31 MARCH 2012

PARTICULARS	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
3 Share Capital		
Authorised:		
70,00,000 (31 March 2011 : 70,00,000) Equity shares of Rs.10/- each	70,000,000	70,000,000
TOTAL RS.	70,000,000	70,000,000
Issued, Subscribed & Fully Paid-up:		
30,11,600 (31 March 2011 : 30,11,600) Equity shares of Rs.10/- each	30,116,000	30,116,000
TOTAL RS.	30,116,000	30,116,000

3.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:-

Equity Shares	31 March 2012		31 March 2011	
	Nos.	Amount Rs.	Nos.	Amount
At the beginning of the period	3011600	30,116,000	3011600	30,116,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	3011600	30,116,000	3011600	30,116,000

3.2 Terms / rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each share holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding.

3.3 Details of shareholders holding more than 5% shares in the company

Name of Shareholder	31 March 2012		31 March 2011	
	Nos.	% holdig in the class	Nos.	% holdig in the class
Mohib N. Khericha	921,182	30.59	773,850	25.70
A. L. Shanghvi	337,600	11.21	337,600	11.21
Sumitra A. Shanghvi	258,200	8.57	258,200	8.57

PARTICULARS	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
4 Reserves & Surplus		
a) Share Premium		
Balance as per last Balance Sheet	15,116,000	15,116,000
b) General Reserve		
Balance as per last Balance Sheet	9,533,107	9,533,107
c) Profit & Loss Account		
Balance as per last Balance Sheet	135,298,275	92,814,126
Add: Net Profit during the year	15,031,356	42,484,149
	150,329,631	135,298,275
TOTAL RS.	174,978,738	159,947,382

CHARTERED CAPITAL AND INVESTMENT LIMITED

PARTICULARS	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
5 Deferred Tax Liabilities		
Impact of difference between tax depreciation and book depreciation	500,373	430,364
TOTAL RS.	500,373	430,364
6 Short-term Borrowings		
Secured:		
Loans repayable on demand from Bank (Secured by Fixed Deposits in the name of the Company)	-	13,430,217
Unsecured:		
Inter Corporate Deposit (Repayable on Demand)	-	1,094,994
TOTAL RS.	-	14,525,211
7 Other Current Liabilities		
Statutory Dues	87,690	97,129
Other Payables	3,460,251	1,004,226
TOTAL RS.	3,547,941	1,101,355
8 Short-term Provisions		
Provision for Income-tax (Net of Advance Tax)	325,985	148,560
TOTAL RS.	325,985	148,560

9 Fixed Assets

PARTICULARS	GROSS BLOCK (AT COST)			DEPRECIATION				NET BLOCK		
	As On 1/04/2011	Addition during the Year	Deductions during the Year	As On 31/03/2012	As On 1/04/2011	Addition during the Year	Deductions During the Year	As On 31/03/2012	As On 31/03/2012	As On 31/03/2011
Tangible Assets										
1 Office Building	1,853,230	-	-	1,853,230	513,197	30,208	-	543,405	1,309,825	1,340,033
2 Furniture & Fixtures	2,849,094	-	-	2,849,094	105,785	182,373	-	288,158	2,560,936	2,743,309
3 Office Equipments	407,540	-	-	407,540	22,652	17,838	-	40,490	367,050	384,888
4 Electrical Installation	117,290	-	-	117,290	2,753	5,571	-	8,324	108,966	114,537
5 Computer Equipments	567,763	-	-	567,763	270,199	62,690	-	332,889	234,874	297,564
6 Vehicles	36,065	-	-	36,065	14,914	3,426	-	18,340	17,725	21,151
Total Rs.	5,830,982	-	-	5,830,982	929,500	302,106	-	1,231,606	4,599,376	4,901,482
Previous Year Total	2,936,897	3,426,305	532,220	5,830,982	1,225,908	186,786	483,194	929,500	4,901,482	1,710,990

PARTICULARS	31 March 2012		31 March 2011	
	Nos.	Amount Rs.	Nos.	Amount
10 Non-current Investments (valued at cost unless stated otherwise)				
Trade Investments (un-quoted)				
Investment in partnership firm				
96% (31 March 2011 : 96%) share in the partnership firm Shabina enterprise	-	2,973,314	-	2,973,314
Total Trade Investments (A)		2,973,314		2,973,314
Details of Investment in Shabina Enterprise - Partnership Firm				
Name of the Partner and Share in Profits		31 March 2012		31 March 2011
Chartered capital and investment limited		96%		96%
Mohib N. Khericha		1%		1%
Sofia Mohib Khericha		1%		1%
Amrutlal L. Sanghvi HUF		1%		1%
Sumitra A. Shanghvi		1%		1%
Total capital of the firm (Amount in Rs.)		3,097,200		3,097,200
Other Investments				
In Equity Shares (quoted, fully paid up)				
Adani Port and Special Economic Zone Limited of Rs. 2/- each	39,580	6,576,861	39,580	6,576,861
Antarctica Limited of Rs. 2/- each	5,300	87,590	5,300	87,590
Ashoka Buidcon Limited of Rs.10/- each	2,500	835,514	2,500	835,514
Bajaj Corp Limited* of Rs.1/- each	15,365	2,215,558	3,073	2,215,558
BGR Energy Systems Limited of Rs. 10/- each	1,049	891,095	1,049	891,095
Bhagwati Banquets & Hotels Limited of Rs. 10/- each	100,000	3,306,844	100,000	3,306,844
Chennai Petroleum Limited Rs. 10/- each	4,200	269,081	4,200	269,081
Coal India Limited of Rs. 10/- each	10,000	2,614,806	10,000	2,614,806
CMC Limited# of Rs. 10/- each	2,000	525,449	1,000	525,449
DQ Entertainment Limited of Rs. 10/- each	14,919	2,111,007	14,919	2,111,007
DCM Limited of Rs. 10/- each	2,000	304,370	2,000	304,370
Dairy Den Ltd of Rs. 10/- each	18	12,635	18	12,635
Electrosteel steel Limited of Rs. 10/- each	191,280	2,198,426	191,280	2,198,426
Future Capital Holdings Limited of Rs. 10/- each	1,007	1,077,916	1,007	1,077,916
Gujarat Mineral Development Corporation Limited of Rs. 2/- each	86,980	6,232,640	86,980	6,232,640
Gravita India Limited of Rs. 10/- each	65,582	17,122,394	65,582	17,122,394
Gujarat Industries Power Corporation Limited of Rs. 10/- each	33,300	2,264,400	33,300	2,264,400
Gujarat Pipava Limited of Rs. 10/- each	2,000	106,708	57,089	3,045,947
IBN 18 Broadcast Limited^ of Rs. 2/- each	3,465	368,876	-	-
IL & FS Transportation Networks Limited of Rs. 10/- each	20,557	5,804,359	20,557	5,804,359
Industrial Finance Crporation of India Limited of Rs. 10/- each	50,000	678,750	50,000	678,750
Jaysynth Dyestuff (India) Limited of Rs. 1/- each	900	121,500	900	121,500
Jubilant Foodworks Limited of Rs. 10/- each	-	-	2,500	410,331
Jindal Cotex Limited of Rs. 10/- each	-	-	4	342
Jyothi Laboratory Limited of Rs. 1/- each	3,000	523,446	3,000	523,446
Kolte-Patil Developers Limited of Rs. 10/- each	12,500	2,404,194	12,500	2,404,194
Lippi Systems Limited of Rs. 10/- each	7,100	4,658	7,100	4,658
Moil Limited of Rs. 10/- each	4,000	2,199,471	4,000	2,199,471
Muthoot Finance Limited of Rs. 10/- each	2,000	397,349	-	-
NHPC Limited of Rs. 10/- each	304,414	13,192,052	304,414	13,192,052

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PARTICULARS	31 March 2012		31 March 2011	
	Nos.	Amount Rs.	Nos.	Amount
NTPC Limited of Rs. 10/- each	3,352	207,824	3,352	207,824
Power Grid Corporation Of India Limited of Rs. 10/- each	21,600	2,103,521	207,600	20,217,176
Pratiksha Chemicals Limited of Rs. 10/- each	3,400	36,000	3,400	36,000
Prism Cement Limited of Rs. 10/- each	48,700	469,745	48,700	469,745
Refinol Resin & Chemicals Limited of Rs. 10/- each	19,210	189,236	19,210	189,236
Reliance Industries Limited of Rs. 10/- each	8,804	3,075,276	8,804	3,075,276
Reliance Power Limited of Rs. 10/- each	720	173,404	720	173,404
Rural Electrification Corporation Limited of Rs. 10/- each	10,787	1,551,958	10,787	1,551,958
S. Kumar Nationwide Limited of Rs. 10/- each	10,000	252,964	10,000	252,964
Satyam Computer Services Limited of Rs. 2/- each	3,600	1,347,406	3,600	1,347,406
Tirupati Foams Limited of Rs. 10/- each	50,000	1,800,000	50,000	1,800,000
Tata Consultancy Services Limited of Rs. 1/- each	2,088	443,700	2,088	443,700
T D Power Systems Limited of Rs. 10/- each	1,134,252	2,488,446	-	-
Tata Steel Limited of Rs. 10/- each	1,040	205,389	1,040	205,389
Network 18 Media & Investment Limited^ of Rs. 5/- each	662	70,536	5,096	439,412
Zee Entertainment Enterprises Limited of Rs. 1/- each	6,570	1,961,275	6,570	1,961,275
Zee Learn Limited of Rs. 1/- each	821	-	821	-
		90,824,629		109,402,401
In Equity Shares (un-quoted, fully paid up)				
Arrow Macca Ltd of Rs. 10/- each	6,500	66,360	6,500	66,360
Canal Glass Limited of Rs. 10/- each	7,600	103,832	7,600	103,832
Chartered Motors P. Ltd of Rs. 10/- each	102,225	2,044,500	102,225	2,044,500
Credence Sound & vision limited of Rs. 2/- each	60,000	42,000	60,000	42,000
Frontline Corporation Limited of Rs. 10/- each	100	1,020	100	1,020
G M Bell Healthcare Ltd of Rs. 10/- each	180,000	4,680,000	180,000	4,680,000
Indiatatia Refcon Ltd. of Rs. 10/- each	19,500	14,625	19,500	14,625
Janzen Cast Metal Ltd. of Rs. 10/- each	5,000	51,050	5,000	51,050
NEPC Agro Foods Limited of Rs. 10/- each	31,333	824,667	31,333	824,667
NEPC Textile Limited of Rs. 10/- each	14,769	356,206	14,769	356,206
Preyanshu Exports Ltd. of Rs. 10/- each	5,500	84,242	5,500	84,242
Purohit Construction Ltd of Rs. 10/- each	6,000	96,000	6,000	96,000
Simandhar Finance Limited of Rs. 10/- each	1,400	14,000	1,400	14,000
T D Power Systems Limited of Rs. 10/- each	-	-	1,134,252	2,488,446
TCI Finance Limited of Rs. 10/- each	27,000	73,170	27,000	73,170
Tirupati Shettlers Ltd. of Rs. 10/- each	50,000	500,000	50,000	500,000
		8,951,672		11,440,118
In Mutual Funds (un-quoted)				
IDFC Mutual Fund	100,000	1,000,000	100,000	1,000,000
DSP Black Rock Focus Fund 25	100,000	1,000,000	100,000	1,000,000
Reliance Small Cap Fund	100,000	1,000,000	100,000	1,000,000
		3,000,000		3,000,000
In Preference Shares (un-quoted, fully paid up)				
Network 18 media & investment Limited	287	43,050	287	43,050
Total Other Investments (B)		102,819,351		123,885,569
Total Non-current Investments (A+B)		105,792,665		126,858,883
Aggregate amount of quoted investments		90,824,629		109,402,401
Market Value of quoted investments		398,480,077		134,644,743
Aggregate amount of un-quoted investments		14,968,036		17,456,482

* Equity shares having face value of Rs. 5/- each have been sub-divided into 5 equity shares of Rs. 1/- each w.e.f. 6 May 2011.

1000 nos. of bonus equity shares has been issued on 16 June 2011.

^ Allotment of 662 nos. of equity shares of Network 18 media & investments limited and 3465 nos. of equity shares of IBN 18 Broadcast limited against holding of 5096 nos. of equity shares of Television eighteen limited in pursuant to the scheme of arrangement approved by the Hon'ble High court of Delhi vide its order dated 26 April 2011.

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PARTICULARS	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
11 Long Term Loans and Advances		
Security Deposit (Secured, considered good)	10,000	8,000
Other Loans and Advances (Unsecured, considered good)	3,135,000	3,135,000
TOTAL RS.	3,145,000	3,143,000
12 Other Non-current Assets (Unsecured, considered Good)		
Non-current Cash Balance	260,000	260,000
(Seized by the Income-tax Department)		
Fixed Deposits with Banks with maturity more than 12 months	22,797,112	60,821,983
Interest accrued on Fixed Deposits	1,475,211	339,479
TOTAL RS.	24,532,323	61,421,462
13 Trade Receivables		
(Unsecured, considered good)		
Outstanding for a period exceeding six months from the date they are due for payment	-	-
Other Receivables	-	1,252,601
TOTAL RS.	-	1,252,601
14 Cash and Bank Balances		
a) Cash and Cash Equivalents		
Balances with Banks	9,810,281	1,157,142
Cash on Hand	135,678	143,114
b) Other Bank Balances		
Fixed Deposits with Banks with maturity more than 3 months but less than 12 months	48,024,871	-
TOTAL RS.	57,970,830	1,300,256
15 Short Term Loans and Advances		
Advances recoverable in Cash or in Kind	8,662,548	7,391,188
TOTAL RS.	8,662,548	7,391,188
16 Other Current Assets		
Interest accrued on Fixed Deposits	4,766,295	-
TOTAL RS.	4,766,295	-
17 Revenue from Operations		
Sale of Services		
- Merchant Banking Fees	12,780,222	46,917,787
- Consultation Fees (Syndicate Fees)	1,726,655	4,500,000
- Underwriting Commission (Net)	3,555,000	10,538,008
	18,061,877	61,955,795
Other Operating Income		
- Profit on Sale of Investment / Dealing in Securities (Net)	1,223,016	11,519,015
- Dividend Income	4,325,408	3,279,815
	5,548,424	14,798,830
TOTAL RS.	23,610,301	76,754,625

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PARTICULARS	31 March 2012 AMOUNT RS.	31 March 2011 AMOUNT RS.
18 Other Income		
Interest Income	7,846,056	5,097,259
Brokerage	16,827	116,006
TOTAL RS.	7,862,883	5,213,265
19 Employee Benefit Expenses		
Salaries, wages and bonus	3,842,650	4,028,980
Director remuneration & allowance	1,449,360	1,449,360
Contribution to provident and other fund	109,704	76,887
Staff welfare expenses	51,586	44,084
TOTAL RS.	5,453,300	5,599,311
20 Finance Costs		
Bank charges	5,892	4,653
Interest Expenses	589,726	1,215,941
TOTAL RS.	595,618	1,220,594
21 Other Expenses		
Brokerage / Commission Exp.	10,081	77,196
Office Expenses	24,085	13,050
Postage and Telephone Expenses	205,832	251,382
Legal and Professional Fees	1,808,343	8,090,093
Sub. Membership & Reg.Fees	79,673	3,643
Travelling Expenses	181,353	320,697
Municipal Tax	29,662	16,500
Electricity Expenses	89,846	118,431
Conveyance & Vehicle Expenses	419,070	383,485
Stationery & Printing Expenses	54,826	49,537
Repairs & Maintenance	55,960	69,431
Misc. Expenses	55,560	170,714
Auditor's remuneration:		
- Statutory audit fees	28,090	27,575
Service Tax Expense	32,896	439,226
Share Demat Expenses	21,746	24,243
Advertisement Exp.	46,533	39,663
Rent Exp.	514,000	159,000
SEBI Registration Fees	166,665	166,668
Donation	-	3,500,000
Loss on Sale of Assets	-	36,027
Security Transaction tax	93,274	237,955
TOTAL RS.	3,917,495	14,194,516

22. Contingent Liability

Sr. No.	Nature of Liabilities	2011-12 In Rupees	2010-11 In Rupees
1	Disputed matters in appeals/contested in respect of Income Tax	5,83,551	Nil

23. Earning per Equity Share (EPS)

	31 March 2012 Amount Rs.	31 March 2011 Amount Rs.
Profit (Loss) after Tax	15,031,356	42,484,149
Weighted average number of equity shares	3,011,600	3,011,600
Basic and Diluted EPS	4.99	14.11
Nominal Value per share	10	10

24. Employee's benefits

(a) Defined benefit plan:

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

(b) Defined contribution plan:

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

<u>Particulars</u>	<u>Amount (Rs.)</u>
Employer's contribution to provident fund	119,064

25. Segment information

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

26. Related party disclosure

(a) Names of related parties and nature of relationship where control exists are as under:

(i) Enterprises under significant influence of key management personnel

- a) Shabina enterprise
- b) TD Power Systems Limited

(b) Names of other related parties and nature of relationship.

- (i) Key management personnel
 - a) Mr. Sanatan N. Munsif - Chairman
 - b) Mr. Mohib N. Khericha – Managing Director
 - c) Mr. A. L. Sanghvi – Vice Chairman

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(c) Transactions with related parties

		(Rs. In lacs)	
Sr. No.	Nature of transaction	Associate entities	Key management personnel
I	Finance		
	a) Loan taken	Nil	Nil
	b) Repayment of loan	Nil	Nil
II	Remuneration	Nil	14.49
III	Outstandings		
	a) Capital contribution in firm at year end	29.73	Nil
	b) Investment at year end	24.88	Nil

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

27. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

There are no Micro, Small and Medium Enterprises to whom the company owes dues, which are outstanding for more than 45 days as at 31st March, 2012. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

28. SEBI vide its ex-parte ad-interim order dated December 28, 2011 in the matter of IPO of RDB Rasayans Limited for which the Company was the BRLM, has, inter alia, restrained/prohibited the Company and its 2 key officials, from taking up any new assignment or involvement on any new issue of capital including IPO, follow-on issue etc from the securities market in any manner whatsoever from the date of the Impugned Order till further directions. The Impugned Order alleges lack of due diligence on the part of the Appellants in the handling of an IPO assignment as a merchant banker. The company has filed its reply to SEBI on January 14, 2012 denying all the allegations against the company and its officials and its officials have also attended personal hearing held at SEBI's office on March 16, 2012. In spite of repeated requests to SEBI to pass the final order in the matter.

29. Activity in foreign currency

Expenditure in foreign currencies – Nil

30. Investments of the Company have been considered by the management to be of long-term nature and hence they are valued at cost of acquisition. In respect of quoted investments where the market value is lower than the acquisition cost, no provision is made for diminution in the value of such investments, since in the opinion of the board it is a temporary phenomenon and no provision is necessary.

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

32. In the opinion of the Directors, Current Assets and Loans and Advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the Balance Sheet.

As per our report of even date attached
For MAYANK SHAH & ASSOCIATES
Chartered Accountants
(Firm Registration No. 106109W)

(M.S.SHAH)
PARTNER
M. No. 44093
Place: Ahmedabad
Date : 30/05/2012

For AND ON BEHALF OF THE BOARD OF DIRECTORS

M.N.KHERICHA *MANAGING DIRECTOR*

A. L. SANGHVI *VICE CHAIRMAN*

MANOJKUMAR RAMRAKHYANI *COMPANY SECRETARY*

CHARTERED CAPITAL AND INVESTMENT LIMITED
REGISTERED OFFICE: 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380 006.

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting venue

Members Folio No.

Client I.D.

D.P.I.D.

Name of the Member attending the Meeting

In case of proxy, Name of proxy

I Hereby record my presence at the 26th Annual General Meeting convened at the registered office of the Company at 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ahmedabad-380 006 on **Saturday, September 29, 2012.**

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

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

CHARTERED CAPITAL AND INVESTMENT LIMITED
REGISTERED OFFICE: 711, Mahakant, Opp.V.S. Hospital, Ellisbridge, Ahmedabad-380 006.

PROXY FORM

I/We _____ of
_____ being a Member /Members of
CHARTERED CAPITAL AND INVESTMENT LIMITED, hereby appoint _____ of
_____ or failing him _____

Or

failing him _____ of _____

As my/our Proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held **Saturday, September 29, 2012** and at any adjournment thereof.

Signed this _____ day of _____ 2012.

Signed by the said of _____ of _____

Affix Rs. 1/- Revenue Stamp

Note:

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

BOOK - POST

TO, _____

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