

Ref. No. To,

Date :

The Board Of Directors
FRESHTROP FRUITS LIMITED
A-603, Shapath IV,
Opp. Karnavati Club,
S.G. Road, Ahmedabad.

SECRETARIAL AUDIT REPORT CERTIFICATE

Company Registration No : 04-18365
Authorised Capital : Rs. 15, 00, 00,000/-

I have examined the Register of Members, Beneficiary details given by the Depositories and other documents maintained by M/s. FRESHTROP FRUITS LIMITED having its Registered office at A-603, Shapath IV, Opp. Karnavati Club, S.G. Road, Ahmedabad for issuing Certificate, in accordance with Circular D & CC/FITTC/CIR-16/2002 dated December 31,2002 issued by SEBI. To the best of my knowledge and according to the information and explanations given to me and as per the records shown and examined by me, I certify that for the quarter ended 31st March, 2009, the details of position of Company's Capital Structure, its shares position with NSDL, CDSL, and physical, De-mat Carried out and pending De-mat status and other details are as under:

1. For Quarter ended : 31st March, 2009
2. ISIN Number : INE795D01011
3. Face Value : Rs. 10/-
4. Name of the Company : FRESHTROP FRUITS LIMITED
5. Registered Office Address : A-603, Shapath IV,
Opp. Karnavati Club,
S.G. Road, Ahmedabad- 380 051.
- 6 Correspondence Address : A-603, Shapath IV,
Opp. Karnavati Club,
S.G. Road, Ahmedabad- 380 051.
7. Telephone Nos. : 079-66527060
8. E-mail Address : info@freshtrop.com
9. Name of the Stock Exchanges where the Company's securities are listed. : 1. Bombay Stock Exchange Limited



		Number of Shares	% of Total Issued Capital
10.	Issued Capital	1,00,45,000	100
11.	Listed Capital (by Stock Exchange)	1,00,45,000	100
	Admitted Capital (by Depositories)	1,00,45,000	100
12.	CDSL	51,59,972	51.37
13.	NSDL	42,76,824	42.58
14.	Physical	6,08,204	6.05
15.	Total	1,00,45,000	100.00
16.	Difference if any	: NIL	

17. The details of changes in share capital during the quarter ended 31st March, 2009,
Are as per below:

Sr. No.	Particulars	Number of Shares	Listed on Stock Exchange	Admitted by NADL	Admitted by CDSL
	Increase -	<i>NIL</i>			
1.	Rights Issue				
2.	Bonus Issue				
3.	Preferential Issue				
4.	Initial Public Offer				
5.	Re-issue of Forfeited Shares				
6.	Employee Stock Option exercised				
7.	Amalgamation/Scheme of Arrangement				



8. Conversion of Loans/ Debentures
9. Any other (to specify)

Sr. No.	Particulars	Number of Shares	De-listed on Stock Exchange	Extinguished by NSDL	Extinguished by CDSL
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Decrease -

10. Buy-back
11. Capital Reduction
12. Forfeiture
13. Amalgamation/ Scheme of Arrangement
14. Any other (to specify)

Net Decrease Nil

18. The Register of Members is updated : Yes

19. Reference of previous quarter with regards To excess dematerialized shares if any : Nil

20. Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why? : Nil

21. Mentioned the Total No. of Requests, if any , confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons for delay.

Total No. of demat requests	No. of requests		No. of Shares		Reason for delay
	NSDL	CDSL	NSDL	CDSL	

Confirmed after 21 days	--	--	--	--	--	--
Pending for more than 21days	--	--	--	--	--	--

22. Name of the Compliance Officer : Ms. Bharti M. Hingorani
Telephone No 079-66527060
Fax No. 079-66527069

23. Name & Address of the Auditor : Mayank Shah & Associates
706, Mahakant, Ellisbridge,
Ahmedabad- 380 006



Telephone No.

079-26579106

24. Name & Address of the Common Agency : Pinnacle Share Registry Pvt Ltd
Nr. Ashoka Mills, Naroda Road,
Ahmedabad.

25. Name & Address of the Company Secretary : R. S. Sharma & Associates,
402, "Panchdeep",
Nr Mayur Colony,
Mithakhali Six Roads,
Ahmedabad-380 009

26. Any other details that the company Secretary may like to provide (e.g. BIFR Co., delisting from SE, Company Changed its name etc.) : The company's shares are under T group at BSE.

Place: Ahmedabad
Date: 09.04.2009

R.S.SHARMA & ASSOICATES
Company Secretaries



(R.S.Sharma)
Proprietor