

BAIJU GLOBAL LIMITED

20TH ANNUAL REPORT

2004-2005



BAJAJ GLOBAL LIMITED

BOARD OF DIRECTORS

Shri Akshay R. Ranka

Shri Monal Malji

Shri M. K. Sharma

AUDITORS

Bankim V. Shah
Chartered Accountants, Mumbai

BANKERS

Bank of Maharashtra
UTI Bank Ltd.,

REGISTERED OFFICE

254, Pandit Ravi Shankar Shukla Marg,
Civil Lines, NAGPUR 440 001

BAJAJ GLOBAL LIMITED

NOTICE

NOTICE IS HEREBY GIVEN that the Twentieth Annual General Meeting of the Members of Bajaj Global Limited will be held on Friday, the 30th September, 2005 at 10.00 A.M. at the Registered Office at 254, Pandit Ravishankar Shukla Marg, Civil Lines, Nagpur – 440 001 to transact the following business:

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March, 2005, and the Balance Sheet as at that date and Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Shri M. K. Sharma, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors, and to fix their remuneration.

Registered Office:

254, Pandit Ravishankar Shukla Marg,
Civil Lines,
NAGPUR - 440 001.

By order of the Board


AKSHAY R. RANKA
DIRECTOR

Dated: 29.08.2005:-

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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 THE PROXY NEED NOT BE A MEMBER.
2. THE REGISTER OF MEMBERS OF THE COMPANY SHALL REMAIN CLOSED ON 30.09.2005.

BAJAJ GLOBAL LIMITED**DIRECTORS' REPORT**

The Directors present their Twentieth Annual Report and Audited Statement of Accounts for the year ended 31st March 2005.

FINANCIAL RESULTS:

The accounts for the year under review reflect a profit of Rs. 37,17,315. The Directors propose to appropriate the same as under:

Profit/(Loss) for the year		Rs. 37,17,315
Add: Balance brought forward		Rs. 19,67,896

		Rs. 56,85,211
Less : Provision for Taxation		
- Current Tax	Rs. 11,10,000	
- Deferred Tax	Rs. (12,863)	
- Short Provision for Tax	Rs. 337,998	Rs. 14,35,135
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Balance carried to Balance Sheet		Rs. 42,50,076
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WORKING AND FUTURE PROSPECTS:

The performance of the Company was satisfactory during the year under review. The Board of Directors are trying their best to further improve the performance of the Company and are hopeful of better working results in the coming year.

DIVIDEND:

Directors regret their inability to recommend any dividend for the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Your Directors are of the opinion that particulars with respect to conservation of energy and technology absorption as per Section 217(1) (e) read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not relevant in view of the nature of business activities of the Company and hence, are not required to be given. There has been no foreign exchange earnings or outgo during the year under review.

DIRECTORS RESPONSIBILITY STATEMENT:

The Directors confirm that :

- In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- The accounting policies have been consistently applied and reasonable and prudent judgement and estimates have been made so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2005 and the Profit and Loss Account of the Company for the period.
- Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 has been taken for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The annual accounts have been prepared on a going concern basis.

SECRETARIAL COMPLIANCE CERTIFICATE :

M/s. V. Ramachandran, Company Secretary, Nagpur has issued a Secretarial Compliance Certificate in terms of Proviso of Sub-Section (1) of Section 383(A) of the Companies Act, 1956. The same has been received and attached to the Board Report.

PARTICULARS OF EMPLOYEES:

There is no employee in respect of whom particulars pursuant to section 217(2A) of the Companies Act, 1956 are required to be given.

DIRECTORS:

Shri M. K. Sharma, retires by rotation and being eligible, offers himself for re-appointment.

LISTING OF SHARES :

The Equity Shares of the Company are listed on Stock Exchanges at Mumbai and Indore (Madhya Pradesh). The Company has paid the annual listing fees of these exchanges for the financial year 2005-2006.

PUBLIC DEPOSITS:

During the period under review, the Company has not accepted any public deposits under Section 58A of the Companies Act, 1956.

AUDITORS:

M/s. Bankim V. Shah, Chartered Accountants, Mumbai auditors of the Company retire at the conclusion of the ensuing meeting and are eligible for re-appointment.

ACKNOWLEDGEMENTS:

The Directors are grateful to the Bankers for their continued co-operation and assistance during the year.

The Directors express their thanks for the sincere & dedicated efforts put in by all the employees during the year.

For and on behalf of the Board

Place: NAGPUR
Dated: 29.08.2005


AKSHAY R. RANKA
DIRECTOR


M.K. SHARMA
DIRECTOR

V. RAMACHANDRAN
Company Secretary

Flat No.104, First Floor,
"ARHANT ARCADE", "A" Wing,
Karnewar Layout,
Near Hingna T-Point, Nagpur - 16.

COMPLIANCE CERTIFICATE.

Registration No. of the Company : 11 - 36519

Nominal Capital : Rs. 75,00,000/-

Paid-up Capital : Rs. 74,25,000/-

To :

The Members,
M/s. BAJAJ GLOBAL LIMITED,
Nagpur.

I have examined the registers, records, books and papers of **M/s. BAJAJ GLOBAL LIMITED**, (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March 2005 (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in **Annexure, 'A'** to this Certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns, as stated in **Annexure 'B'** to this Certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made thereunder.
3. The Company being a public limited company, comments are not required.
4. The Board of Directors duly met five times respectively on 30th April 2004, 30th July 2004, 24th August 2004, 29th October 2004, and 29th January 2005, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members or Debenture holders on 30.09.2004 and necessary compliance of section 154 of the Act has been made.
6. The annual general meeting for the financial year ended on 31st March 2004 was held on 30th September 2004 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extraordinary General Meeting was held during the financial year.

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