

REPORT OF THE BOARD OF DIRECTORS

**25<sup>th</sup> ANNUAL REPORT**

**2009-2010**

**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**

**Axis Bank Ltd.,**

***R & T AGENT***

**M/s. Adroit Corporate Services Private Limited  
1<sup>st</sup> Floor, 19, Jaferbhoy Industrial Estate  
Makwana Road, Marol Naka  
Mumbai - 400 059**

**REGISTERED OFFICE**

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

NOTICE

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of the members of M/s. BAJAJ GLOBAL LIMITED will be held on Thursday, the 30<sup>th</sup> September, 2010 at 9.00 A.M. at the Registered Office at 254, Pandit Ravi Shankar Shukla Marg, Civil Lines, Nagpur- 440 001 to transact the following business:

**Ordinary Business :-**

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2010 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 Monal Malji, who retires by rotation and being eligible offers himself for reappointment.
3. To Consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution :

“RESOLVED THAT pursuant to the provisions of section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s Bankim V. Shah, Chartered Accountants, Mumbai, the retiring Statutory Auditors, be and hereby re-appointed as the Statutory Auditor of the Company to hold office till the conclusion of the next Annual General Meeting at the remuneration as may be decided by the Board of Directors.”

**Registered Office:**  
254, Pandit Ravi Shankar Shukla Marg,  
Civil Lines, Nagpur-440 001

By order of the Board,

  
**AKSHAY R. RANKA**  
DIRECTOR

**Place: Nagpur**  
**Dated: 4<sup>th</sup> September, 2010**

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**NOTE**

**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.**

**THE FORM OF PROXY MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE ANNUAL GENERAL MEETING.**

**2. THE REGISTER OF MEMBERS OF THE COMPANY SHALL REMAIN CLOSE ON 30.09.2010**

**BAJAJ GLOBAL LIMITED**  
**DIRECTORS' REPORT**

The Directors present their Twenty Fifth Annual Report and Audited Statement of Accounts for the year ended 31st March 2010.

**FINANCIAL RESULTS:**

The accounts for the year under review reflect a profit of Rs. 3,194,334. The Directors propose to appropriate the same as under:

<b>Profit / (Loss) Before Tax</b>		Rs. 3,194,334
<b>Less: - Appropriations</b>		
Provision for Taxation	Rs. 874,000	
Current Tax	Rs. 32,238	
Deferred Tax	Rs. 2,541	
Excess/(Short) Provision for Tax	Rs. NIL	
Fringe Benefits Tax	-----	Rs. 908,779
		-----
<b>Profit / (Loss). After Tax</b>		Rs. 2,285,555
<b>ADD:- Balance Brought Forward</b>		Rs. 16,750,945
Excess Provision for Tax		Rs. 3,551
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<b>BALANCE CARRIED FORWARD</b>		<u><u>Rs. 19,040,051</u></u>

**DIVIDEND:**

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

**WORKING & PERFORMANCE:**

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.

**PARTICULARS OF EMPLOYEES:**

There is no employee in respect of whom particulars pursuant to Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975; are required to be given.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT:**

Your Directors are of the opinion that with respect to conservation of energy and technology absorption as per Section 217 (1)(e) read with Companies (Disclosure 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.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

During the year under review, there is no foreign exchange earning, outgo and expenditure.

**DIRECTORS RESPONSIBILITY STATEMENT:**

As per Provision of Section 217 (2AA) of the Companies Act, 1956, the Directors confirm that:

- c. In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- d. 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 31<sup>st</sup> March, 2010 and the Profit & Loss account of the Company for the period.
- e. 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.
- f. The annual accounts have been prepared on a going concern basis.

**SECRETARIAL COMPLIANCE CERTIFICATE :**

M/S. T. S. PAHADE & ASSOCIATES, 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.

**DIRECTORS:**

Shri Monal Malji, retires by rotation and being eligible, offers himself for re-appointment.

**LISTING OF SHARES :**

The Equity Shares of the Company are listed on The Stock Exchange, Mumbai and Madhya Pradesh. The Company has paid the annual listing fee for the financial year 2010-2011.

The Equity Shares of the Company has the Electronic connectivity under ISIN No. **INE553H01015**. To provide service to the Shareholders, the Company has appointed M/s. Adroit Corporate Services Private Limited, 1<sup>st</sup> Floor, 19, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai-400 059 as Registrar and Transfer Agent of the Company for existing physical based and allied Secretarial Services for its Members / Investors and for Electronic Connectivity with NSDL and CDSL.

**PUBLIC DEPOSITS :**

During the period under review, the Company has not accepted any public deposit 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.

**AUDITOR'S REPORT:**

The observations made by the Auditors are self-explanatory and does not require any clarification.

**ACKNOWLEDGEMENT:**

The Directors are grateful to Bankers for their continued support, co-operation and assistance during the year. The Directors express their thanks for the sincere and dedicated efforts put in by the workers, staff and officers during the year.

**Registered Office:**

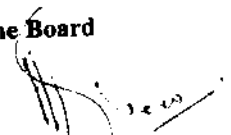
254, Pandit Ravi Shankar Shukla Marg,  
Civil Lines, Nagpur-440 001

PLACE: NAGPUR.

DATED: 4<sup>th</sup> September, 2010

For and on behalf of the Board

  
Akshay R. Ranka  
DIRECTOR

  
M. K. Sharma  
DIRECTOR

06, Falkey layout, Kolbaswami Nagar, Katol Road, Nagpur - 440 013  
Telephone: 098235 36686

FORM  
[See Rule 3]  
**SECRETARIAL COMPLIANCE CERTIFICATE**  
In terms of Section 383A (1) of the Companies Act, 1956.

To  
The Members  
**BAJAJ GLOBAL LIMITED**  
**NAGPUR**

We have examined the registers, records, books and papers of **BAJAJ GLOBAL LIMITED** as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31<sup>st</sup> March, 2010**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we 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 and the rules made there under and all entries therein have been duly recorded.
2. The company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies prescribed under the Act and the rules made thereunder. As per the information given to me, the Company was not required to file any documents, forms or returns with Regional Director, Central Government, Company Law Board or other authorities.
3. The company being public limited company, comments are not required.
4. The Board of Directors duly met **Six (06) times** on **15<sup>th</sup> April 2009, 30<sup>th</sup> April 2009, 31<sup>st</sup> July 2009, 04<sup>th</sup> September 2009, 30<sup>th</sup> October 2009 and 30<sup>th</sup> January 2010** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members or Debenture holders on **30.09.2009** and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on **31-03-2009** was held on **30-09-2009** after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. **No Extra Ordinary General Meeting** was held during the financial year.
8. The company has not advanced any loans to its Directors, or persons or firms or companies referred to under Section 295 of the Act is not applicable.
9. The company has not entered into any such contracts falling within the purview of Section 297 of the Act.
10. The company has made necessary entries in the register maintained under Section 301 of the Act.

