

**BETALA GLOBAL SECURITIES LIMITED**  
**Registered Office : No.24, Revanier Street, Chennai - 600 003.**

BOARD OF DIRECTORS	:	Mr.R.C.BETALA - Chairman Mr.S.SASIKUMAR Mr.RAJIV P.UDANI
BANKERS	:	HDFC BANK LIMITED Fort Branch Mumbai
REGISTERED OFFICE	:	24, Revanier Street Chennai - 600 003.
REGISTRARS & SHARE	:	SHAREX (INDIA) PVT. LTD. TRANSFER AGENTS 17/B Dena Bank Building 2nd Floor, Horniman Circle, Fort, Mumbai - 400 001.
AUDITORS	:	C.RAMASAMY & B.SRINIVASAN Chartered Accountants Chennai - 600 026.

Sd/-

**BETALA GLOBAL SECURITIES LIMITED**

**NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the Eighteenth Annual General Meeting of BETALA GLOBAL SECURITIES LIMITED, will be held on 29<sup>th</sup> September 2012 at 10.30 am at the Registered Office of the company at No.24, Revanier Street, Chennai - 600 003, to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2012, the Profit and Loss Account for the year ended on that date and the reports of Directors and Auditors thereon.
2. To appoint a Director in the place of Mr.Rajiv P. Udani, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors for the year 2012-2013 and fix their remuneration. To consider and if thought fit, to pass with or without modifications, the following resolution as ordinary Resolution.

RESOLVED that M/s C.Ramasamy & B.Srinivasan , Chartered Accountants, (Firm Regn No 002957S) be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting for the financial year ending 31.03.2013 at a remuneration to be fixed by the board in consultation with the proposed Auditors.

By order of the Board

for Betala Global Securities Limited

Sd/-

R.C.BETALA  
CHAIRMAN

Place : Chennai  
Date : 31.07.2012

## NOTES

### 1. Note - A

1. A member entitled to attend and vote at the meeting is entitled to appoint and vote instead of himself and the proxy need not be a member of the Company.
2. Proxies in order to be effective must be received by the company not less than 48 hours before the meeting.
3. The Register of Members and the Share Transfer Books of the Company will be closed from 22.09.2012 to 29.09.2012 both days inclusive.

### Note – B

1. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
2. Members are requested to bring their copy of Annual Report for the meeting.
3. Members are requested to quote their folio number in all their correspondence.

By Order of the Board  
For BETALA GLOBAL SECURITIES LIMITED

Sd/-  
R.C.BETALA  
CHAIRMAN

Place : Chennai  
Date : 31.07.2012

## ANNEXURE TO NOTICE

Information pursuant to clause 49 of the Listing Agreement for re-appointment of Director.

- |   |  |
|---|--|
| 1. Name of the Director                       | : Mr.Rajiv .P. Udani   |
| a) Age  | : 38   |
| b) Qualification                              | : B.Com,   |
| c) Experience                                 | : 16 yrs in Business   |
| d) Directorship in Other Companies            | : Volvie Capital Management (P) Ltd<br>Swaroski Securities Ltd   |
| e) Chairman/Member of Committees of Companies | : Audit Committee – Member<br>Remuneration Committee – Chairman<br>Share Holders Investor Grievance Committee – Member |

## **DIRECTORS REPORT TO SHAREHOLDERS**

Your Directors have pleasure in presenting the Eighteenth Annual Report together with audited accounts for the year ended 31st March 2012.

### **WORKING RESULTS**

The working results of your company for the year under report are as under:

	31.03.2012	31.03.2011
	In Rupees	
Gross Income	2,03,724	1,57,925
Profit/(Loss) before Depreciation & Tax	65,952	19,240
Less : Depreciation	85,215	85,215
Profit/(Loss) for the year before Tax	(19,263)	(65,975)
Less : Provision for Tax	-	1,99,383
Profit/(Loss) after tax carried to Balance Sheet	(19,263)	(2,65,358)

### **PERFORMANCE**

The company recorded a gross income of Rs. 2,03,724/- as against Rs.157,925/- in the last year and incurred a loss of Rs. 19,263/- as against a loss of Rs.65,975/- during the last year.

### **DIVIDEND**

In view of the losses your directors regret their inability to recommend any dividend.

### **DIRECTORS**

Mr. Rajiv P. Udani retire at this meeting and being eligible offers himself for reappointment.

### **DIRECTORS RESPONSIBILITY STATEMENT**

Directors responsibility statement as per section 217(2AA) of the Companies Act, 1956:

- The Directors Confirm: that in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- that they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit & loss of the Company for that period;
- that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that they have prepared the annual accounts on a going concern basis.

**Corporate Governance:**

As a listed Company, necessary measures are taken to comply with the listing agreements with stock exchanges. A Report on Corporate Governance, along with certificate of Compliance from the Auditor is given in **Annexure-B** to this report.

**Management Discussion and Analysis Report:**

A Management Discussion and Analysis Report is given as **Annexure C** to this report.

**PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO.**

There are no information required to be disclosed under section 217(1) (e) of the Companies Act 1956, read with rule 2 of the Companies (Disclosure of particulars in the annual report of Board of Directors) Rules, 1988. No manufacturing activity is involved and hence particulars relating to conservation of energy and technical know how are not applicable. There has been no Foreign exchange earnings & outgo during the year.

**REPLY TO AUDITORS QUALIFICATION**

The company is taking steps to recover the loan given with interest and hope to receive the same before 31.03.2013.

**PARTICULARS OF EMPLOYEES**

There are no employees falling within the purview of Section 217 (2A) of the Companies Act, 1956. As such no separate annexure is given.

**AUDITORS**

M/s. C.Ramasamy & B.Srinivasan, Chartered Accountants, auditors of the company retire at the conclusion of ensuing Annual General Meeting and are eligible for re-appointment.

**ACKNOWLEDGEMENT**

Your Directors would like to place on record their appreciation of the whole hearted support extended by the employees, bankers to the company as also the shareholders of the company.

On behalf of the Board of Directors

Sd/-

R.C.BETALA  
CHAIRMAN

Place: Chennai  
Date : 31.07.2012

## **ANNEXURE B TO DIRECTORS REPORT --- REPORT ON CORPORATE GOVERNANCE:**

### **1. Company's Philosophy on Code of Governance:**

The Company's Philosophy is to aim at the highest levels of quality management through transparency and commitment to all the stakeholders viz. its shareholders, employees, Government, lenders and the promoters.

### **2. Board of Directors:**

The Board of Directors of the company comprises of Non-Executive and Independent Directors. In all there are three Directors. As on 31<sup>st</sup> March 2012, the composition of the Board of Directors of the Company meets the stipulated requirements of Clause 49 of the Listing Agreement of the Stock Exchanges. The Board is responsible for the management of the business and meets regularly for discharging its role and functions. During the financial year 2011-2012 viz., from 1<sup>st</sup> April 2011 to 31<sup>st</sup> March 2012, four Board Meetings were held on the following dates: 06<sup>th</sup> May 2011, 29<sup>th</sup> July 2011, 21<sup>st</sup> October 2011 and 30<sup>th</sup> January 2012. The Annual General Meeting was held on 29<sup>th</sup> July 2011.

The composition and membership on other Boards, Committees of Directors and attendance of Directors at the Board of Directors Meetings held during the Financial Year 2011-2012 and the last AGM held on 29.07.2011

Name of the Director	Category	Attendance Particulars		Number of other Directorships and Committee Members Chairmanships		
		Board Meetings	Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
Shri R.C.Betala	Chairman – Non Executive	4	Yes	1* 1	-	-
Shri.S.Sasi Kumar	Non Executive Independent	4	Yes	1*	-	-
Shri Rajiv P.Udani	Non-Executive Independent	4	Yes	1* 1	-	-

\* Private Limited Companies

### **3. Audit Committee:**

The Audit Committee constitutes of the following non executive independent Directors:

Mr. S.Sasikumar - Chairman  
Mr. R.C.Betala  
Mr. Rajiv P.Udani

During the year ended 31<sup>st</sup> March 2012, four meeting was held on 05<sup>th</sup> May 2011, 29<sup>th</sup> July 2011, 21<sup>st</sup> October 2011 and 30<sup>th</sup> January 2012. The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Agreement with the stock exchanges.

The Attendance of Directors at the Audit Committee Meetings held during the year 2011-2012 is given below:

Name of the Director	Category of Membership	Attendance Particulars	
		Meetings Held	Meetings Attended
Shri S.Sasikumar	Chairman	4	4
Shri R.C.Betala	Member	4	4
Shri Rajiv P.Udani	Member	4	4

#### 4. Remuneration Committee:

The Remuneration Committee comprises of three non-executive Directors viz,:

1. Mr.Rajiv P. Udani, Chairman of the Committee
2. Mr. R.C.Betala, Member
3. Mr.S.Sasikumar, Member

The terms of reference of the Remuneration Committee are as per the guidelines set out in the in the Listing Agreement with the stock exchanges that include determination of the Company's policy on specific remuneration packages for Directors.

No meeting was held during the year and no Remuneration was paid to any of the directors.

#### 5. Shareholders/Investors Grievance Committee:

The Shareholder/investors Grievance Committee comprises of three non-executive Directors viz,:

1. Mr.R.C.Betala Chairman of the Committee
2. Mr. Rajiv P.Udani, Member
3. Mr.S.Sasikumar, Member

The Committee will oversee the performance of share transfer and recommend measures to improve the shareholders/investors service.

During the Financial Year 2011-2012, no complaints have been received from the shareholders. There are no complaints pending as on date of this report. There were no share transfers pending registration as at 31<sup>st</sup> March 2012.

#### 6. General Body Meetings:

The particulars of Annual General Meetings held during the last three years are as under:

Year	Date and Time	Venue
2008-2009	12 <sup>th</sup> August 2009 at 10.00 A.M	No.24, Revanier Street, Chennai – 600 003
2009-2010	13 <sup>th</sup> August 2010 at 10.30 A.M	No.24, Revanier Street, Chennai – 600 003
2010-2011	29 <sup>th</sup> July 2011 at 10.00 A.M	No.24, Revanier Street, Chennai – 600 003

## 7. Disclosures:

- a. Related Party Transactions: The Company has given loan amount of Rs. 55,50,000/- M/s to Volvie Capital Management (P) Ltd in which directors are common.
- b. There are no instances of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock exchanges or SEBI or any statutory authority on any matter related to Capital Markets during the last three years.

## 8. Means of Communication:

The quarterly financial results are usually published in the Trinity Mirror (English) and Makkal Kural.

## 9. Management Discussion and Analysis Report:

Management Discussion and Analysis Report forms a part of the Directors Report.

## 10. General Shareholders Information:

- (i) Date of Annual General Meeting : 29<sup>th</sup> September 2012  
Time : 10.30 A.M.  
Venue : 24, Revanier Street,  
Chennai – 600 003

- (ii) Financial Calendar :

Results for the quarter ending June 30, 2012	Second week of August 2012
Results for the quarter ending September 30, 2012	Second Week of November 2012
Results for the quarter ending December 31, 2012	Second Week of February 2013
Results for the quarter ending March 31, 2013	Second Week of May 2013
Annual General Meeting	By 3 <sup>rd</sup> /4 <sup>th</sup> week of September 2013

- (iii) Book-Closure Dates : 22<sup>nd</sup> September 2012 to 29th September 2012  
(Both days inclusive)

- (iv) Stock Code : The Stock Exchange of Mumbai – 531530