

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.

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BETALA GLOBAL SECURITIES LIMITED

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the Nineteenth Annual General Meeting of BETALA GLOBAL SECURITIES LIMITED, will be held on 20th July 2013 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 2013, 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.R.C.Betala, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors for the year 2013-2014 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 31.03.2014 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


R.C.BETALA
CHAIRMAN

Place : Chennai
Date : 29.04.2013

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 13.07.2013 to 20.07.2013 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


R.C.BETALA
CHAIRMAN

Place : Chennai
Date : 29.04.2013

ANNEXURE TO NOTICE

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

- | | |
|---|--|
| 1. Name of the Director | : Mr.R.C.Betala |
| a) Age | : 49 |
| b) Qualification | : B.Com, |
| c) Experience | : Business |
| d) Directorship in Other Companies | : Volve Capital Management (P) Ltd
Volve Capital Singapore Pte Ltd |
| e) Chairman/Member of Committees of Companies | : Audit Committee – Member
Remuneration Committee – Member
Share Holders Investor Grievance Committee – Chairman |

DIRECTORS REPORT TO SHAREHOLDERS

Your Directors have pleasure in presenting the Nineteenth Annual Report together with audited accounts for the year ended 31st March 2013.

WORKING RESULTS

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

	31.03.2013	31.03.2012
	In Rupees	
Gross Income	1,99,010	2,03,724
Profit/(Loss) before Depreciation & Tax	39,051	65,952
Less : Depreciation	85,216	85,215
Profit/(Loss) for the year before Tax	(46,165)	(19,263)
Less : Provision for Tax	-	-
Profit/(Loss) after tax carried to Balance Sheet	(46,165)	(19,263)

PERFORMANCE

The company recorded a gross income of Rs. 1,99,010/- as against Rs.2,03,724/- in the last year and incurred a loss of Rs. 46,165/- as against a loss of Rs.19,263/- during the last year.

DIVIDEND

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

DIRECTORS

Mr. R.C.Betala 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.

R. S. Chandra

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

With reference to the qualification by the auditors vide point 3 (a) (b) (c) the company is taking steps to recover the loan given with interest and hope to receive the same before 31.03.2014.

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


R.C.BETALA
CHAIRMAN

Place: Chennai
Date : 29.04.2013

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 31st March 2013, 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 2012-2013 viz., from 1st April 2012 to 31st March 2013, four Board Meetings were held on the following dates: 9th May 2012, 31st July 2012, 20th October 2012, and 30th January 2013. The Annual General Meeting was held on 29th September 2012.

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 2012-2013 and the last AGM held on 29.09.2012

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*	-	-
Shri.S.Sasi Kumar	Non Executive Independent	4	Yes	1*	-	-
Shri Rajiv P.Udani	Non-Executive Independent	4	Yes	1*	-	-

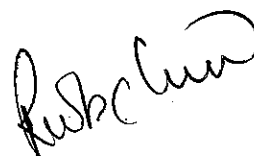
* Private Limited Companies

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 31st March 2013, four meeting was held on 9th May 2012, 31st July 2012, 20th October 2012, and 30th January 2013. 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 2012-2013 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 2012-2013, 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 31st March 2013.

6. General Body Meetings:

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

Year	Date and Time	Venue
2009-2010	13 th August 2010 at 10.30 A.M	No.24, Revanier Street, Chennai – 600 003
2010-2011	29 th July 2011 at 10.00 A.M	No.24, Revanier Street, Chennai – 600 003
2011-2012	29 th September 2012 at 10.30 A.M	No.24, Revanier Street, Chennai – 600 003

Rajiv P. Udani

7. Disclosures:

- a. Related Party Transactions: The Company has given loan amount of Rs. 55,00,000/- M/s to Volve 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 : 20th July 2013
Time : 10.30 A.M.
Venue : 24, Revanier Street,
Chennai – 600 003

(ii) Financial Calendar

Results for the quarter ending June 30, 2013	Second week of August 2013
Results for the quarter ending September 30, 2013	Second Week of November 2013
Results for the quarter ending December 31, 2013	Second Week of February 2014
Results for the quarter ending March 31, 2014	Second Week of May 2014
Annual General Meeting	By 3 rd /4 th week of September 2014

- (iii) Book-Closure Dates : 13th July 2013 to 20th July 2013
(Both days inclusive)

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

R. S. Chinn