



Annual Report 2012 - 2013

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BOARD OF DIRECTORS

Chairman	: Shri. S. Pannalal Tatia
Managing Director	: Shri. S.P.Bharat Jain Tatia
Directors	: Shri. Arun Kumar Bafna : Shri. P. Kamlesh
Auditors	: M/s. K. Subramanyam & Co. Chartered Accountants No.252, Mugappair ERI Scheme Third Main Road, Chennai - 600 037.
Registered Office	: "Aroshree Towers" 3rd Floor, No. 19, Rutland Gate, 4th Street, Nungambakkam, Chennai - 600 006, Email : tatia@vsnl.com
Bankers	: 1. State Bank of Travancore Commercial Branch, Teynampet, Chennai - 600 018. 2. HDFC Bank Ltd., #40, Nungambakkam High Road, Chennai - 600 034.
Registrar & Share Transfer Agent	: M/s. Purva Sharegistry (India) Private Limited No. 9, Shiv Shakthi Industrial Estate, J.R. Boricha Marg. Lower Parel (E), Mumbai - 400 001. Phone : 022 - 23016761, 2301 8261 Fax : 022 - 2301 2517 Email : busicomp@vsnl.com, purvashr@mtnl.net.in

M/s. TATIA GLOBAL VENNTURE LIMITED

NOTICE TO THE SHARE HOLDERS

Notice is hereby given that the Nineteenth Annual General Meeting of the Share Holders of Tatia Global Vennture Limited will be held at Samudaya Koodam Hall, Morai, Chennai 600 055 on 30th September 2013 at 9.30 A.M. to transact the following Business:-

ORDINARY BUSINESS

- Item No: 1–** To receive, consider and adopt the Balance Sheet as at March 31st, 2013, the Profit And Loss Account for the year ended on that date and the Report of the Directors and the Auditors thereon.
- Item No: 2-** To appoint a director in place of **Mr. S. Pannalal Tatia**, who retires by rotation and, being eligible, offers himself for re-appointment.
- Item No: 3-** To appoint a director in place of **Mr. Arun Kumar Bafna**, who retires by rotation and, being eligible, offers himself for re-appointment.
- Item No: 4-** To appoint auditors and to fix their remuneration. M/s. K Subramanyam & Co., Chartered Accountant, Chennai retire and eligible for re – appointment.

**By order of the Board of Directors
For TATIA GLOBAL VENNTURE LIMITED**

Place: Chennai – 600 006

Date: 30th August 2013.

**Sd/-
S.P. Bharat Jain Tatia
Managing Director**

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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS PRIOR TO THE TIME FIXED FOR THE MEETING.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

3. For the convenience of the shareholders attendance slip is annexed to the proxy form. Members / proxies are requested to bring the Attendance Slips duly filled in along with their copies of the annual reports to attend the meeting. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.

4. The Register of members and the share transfer books will remain closed from Tuesday, the 24th September, 2013 to Monday, the 30th September, 2013 (both days inclusive).

5. The Securities and Exchange Board of India notified your company's equity shares for compulsory trading in dematerialized form. Shareholders may avail such facility.

6. The equity shares of the company are listed on Bombay Stock Exchange Limited and Madras Stock Exchange Limited.

7. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/ Registrars and Transfer Agents, M/s. Purva Shareregistry (India) Pvt Ltd.

8. The Company has designated an email ID called tatia@vsnl.com for redressal of shareholder's complaints/grievances. In case you have any queries/complaints or grievance then please write to us at our mail ID provided above. The company has its own website called www.tatia.co.in. All the information's are available on the website.

9. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order or names are requested to send the share certificates to the Companies Registered Office at "Aroshree Towers, 3rd Floor, No.19, Rutland Gate, 4th Street, Nungambakkam, Chennai – 600 006 for consolidation into one folio.

10. The Shares of the Company are tradable compulsorily in electronic form and your company has established connectivity with both the depositories i.e. National Securities Depositories Limited (NSDL) and Central Securities Depositories Limited (CSDL). In view of the enormous advantage offered by the Depository Systems, Members are requested to avail the facilities of dematerialization of the Company's Share on either of the depositories as aforesaid.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents, M/s. Purva Shareregistry (India) Pvt Ltd.

12. The Ministry of Corporate Affairs (MCA), Government of India, has by its Circular Nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively, permitted companies to send official documents to their shareholders electronically as part of its green initiatives in Corporate Governance. We request the members to update the email address with their depository participant to ensure that the Annual Report and other documents reach you on your preferred email account in order to save paper and participate in the Green Initiative" of MCA.

**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / REAPPOINTMENT
IN THE AGM AS REQUIRED UNDER CLAUSE 49 OF THE EQUITY LISTING AGREEMENT**

Name of the Director	Mr. S. Pannalal Tatia	Mr. Arun Kumar Bafna
Date of Birth	25/11/1949	18/08/1976
Date of Appointment	13/01/1994	20/01/2003
Qualification	FCA	Diplomo in Income Tax
Expertise in Specific Functional Area	With Chartered Accountancy as profession and later turned into corporate expert by being into manufacturing industry, financial and project based sectors and gain rich experience in advising and structuring financial closures.	He has over 13 years of experience in the areas of Finance and Investment Consultancy
List of other Companies in which Directorships held	1.ASHRAM ONLINE COM LTD 2.KREON FINANCIAL SERVICES LTD 3.TATIA ESTATES PRIVATE LTD 4.PAJJUVASAMI DEVELOPERS PVT LTD 5.SAKAREME DEVELOPERS PVT LTD 6.KALYANANG DEVELOPERS PVT LTD 7.NAVYUG DEVELOPERS PVT LTD 8.JIN PAAD DEVELOPERS PVT LTD 9.THALI ESTATES PVT LTD 10.SUNDERVANS INFRASTRUCTURE AND DEVELOPERS PVT LTD 11.SAGARVAR GAMBHIRA DEVELOPERS PVT LTD 12.DEVERBETTA LANDS PVT LTD 13.SARVA MANGAL ESTATES & HOLDINGS PVT LTD 14.KRIOS BUSINESS SERVICES PVT LTD 15.TATIA GLOBAL RENEWABLE ENERGY RESOURCES PVT LTD 16.STALLION BRANDS INDIA PVT LTD 17. MAKE MY INNERWEAR INDIA PVT LTD	NIL
Chairmanship / Member of Committees of Board of Directors of other Companies	1.ASHRAM ONLINE COM LTD 2.KREON FINANCIAL SERVICES LTD	NIL
No. of Shares held	100 Shares	440 Shares
Relationship with other Directors	Father of Shri. Bharat Jain Tatia	NIL

DIRECTORS REPORT

Your Directors have pleasure in presenting their report on the financial results of the company for the Nineteenth year, along with the Audited Balance Sheet as on 31st March, 2013 and the Profit and Loss Account for the year ended 31st March, 2013.

1. Financial Results

The financial results of the Company for the year ended 31st March 2013 is summarized below:

Particulars	Rs. in Lacs			
	Year ended 31 st March 2013	Year ended 31 st March 2012	Year ended 31 st March 2013	Year ended 31 st March 2012
	Standalone	Standalone	Consolidated	Consolidated
Income from Operations	775.12	NIL	2554.42	100.64
Non-Operating Income	62.40	3.25	62.49	3.27
Total Income	837.52	3.25	2616.91	103.91
Total Expenditure	787.21	49.71	2466.65	145.01
Profit/(Loss) before depreciation Interest and Taxation	50.31	(46.46)	150.26	(41.1)
Interest & Finance Charges	17.73	0.66	17.76	0.66
Depreciation	6.94	8.33	6.97	8.37
Profit/(Loss) before Tax	25.64	(55.45)	125.53	(50.13)
Provision for Current Taxes	4.32	0.03	4.32	0.07
Provision for Deferred Taxes	(0.91)	1.88	(0.91)	1.88
Profit/(Loss) after Tax	22.23	(53.60)	122.12	(48.32)
Balance in Profit & Loss Account	(160.52)	(106.92)	21.87	70.19
Balance carried to Balance Sheet	(138.29)	(160.52)	143.99	21.87

Your Company has incurred a Standalone profit of Rs. 22.23 lacs for the financial year 2012-13 as compared to Standalone Loss of Rs.53.60 lacs in the previous year 2011-12. Your Company has incurred a Consolidated profit of Rs. 122.12 lacs for the financial year 2012-13.

2. DIVIDEND

In order to stream line Company's business model, the board of directors have decided not to declare any dividend for the current fiscal.

3. FUTURE PROSPECTS

Your Company has prepared itself for entering into diversified projects through its special purpose vehicles, and your Board of Directors believes this will help the company to make profitable.

4. CHALLENGES

Your Company is pursuing growth opportunities, which are strategic to its intents and operations.

5. FIXED DEPOSITS

Your Company has neither accepted nor invited any Fixed deposit from the public in terms of Section 58A of the Companies Act, 1956 during the financial year ended 31st March 2013.

6. DIRECTORS

Mr. S. Pannalal Tatia and Mr. Arun Kumar Bafna, Directors of the Company retire by rotation and being eligible, offer themselves to be reappointed.

Changes during the Year:

There were no changes in the Board of Directors during the Financial Year 2012-2013.

7. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 217(2AA) of the Companies Act, 1956, your directors confirm as under:

i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii. that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and of the profit of the Company for the year ended on that date;

iii. that the directors had 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;

iv. that the directors had prepared the annual accounts on a 'going concern' basis.

8. COMPANY SECRETARY

Your Company is making consistent efforts for appointment of whole -time Company Secretary. Your Company has In accordance with the provisions of Section 383A of the Companies Act, 1956, been availing services of practicing company secretary from time to time to ensure compliance of the provisions of the applicable acts and statutes. Annual return of the company is being certified by practicing company secretary from year to year and your company is also taking certification from them for Stock Exchange Compliances.

9. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion & Analysis Report for the year under review, as stipulated in Clause 49 of the Listing Agreement is presented in a separate section forming part of the Directors' Report as Annexure A.

10. CORPORATE GOVERNANCE

The Company has complied with the mandatory provisions of the Corporate Governance as prescribed in the Listing agreement entered into with Bombay Stock Exchange Limited and Madras Stock Exchange Limited. The report on Corporate Governance as stipulated in Clause 49 of the Listing Agreement is presented in a separate section forming part of the Directors' Report as Annexure B.

11. SUBSIDIARY COMPANIES

During the year one more Wholly Owned Subsidiary named M/s. Make my innerwear India Private Limited has been incorporated and registered under the provisions of the Companies Act, 1956. The details of Subsidiary Companies are:-

S.no	Name of the Company	Registered office Address
1	Deverbetta Lands Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
2	Sagarvar Gambhira Developers Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
3	Sundervans Infrastructure and Developers Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
4	Thali Estates Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
5	Sarva Mangal Estates & Holdings Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
6	Kalyanang Developers Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
7	Tatia Global renewable Energy Resources Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
8	Make My Innerwear India Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
9	Pajjuvasami Developers Pvt Ltd	No. 19, 3 rd Floor, Aroshree Tower, Rutland Gate, 4 th Street, Nungambakkam, Chennai-600 006
10	Navami Tradings FZE	Post Box No. 16442, RASAL KHAIMAH, U.A.E.

12. Consolidated Financial Statement

The holding companies are exempt from publishing the accounts of subsidiaries subject to fulfillment of certain conditions vide Circular No.2/2011 dated 2nd February, 2011 issued by the Ministry of Corporate Affairs. However, the financial statements of the subsidiary companies has been prepared and form part of the Consolidated Financial Statements.

13. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings, Outgo

Conservation of Energy:

The Company had taken steps to conserve energy in its office use, consequent to which energy consumption has been minimized. Since the Company has not carried on industrial activities, disclosures regarding impact of measures on cost of production of goods, total energy consumption, etc., are not applicable. However the company has invested in power generation projects through its wholly owned subsidiary.

Technology Absorption:

The Company has not adopted /intends to adopt any technology for its business and hence no reporting is required to be furnished under this heading

Foreign Exchange Earnings / Outgo:

Foreign Exchange inflow during the year :- NIL

Foreign Exchange outgo during the year :- NIL

14. Particulars of Employees

None of the employees fall under the category specified under Section 217 (2A) of the Companies Act, 1956 and the Companies (Particulars of Employees) Rules 1975 for the year.

15. Auditors

The Auditors, M/s. K. Subramanyam & Co., Chartered Accountants, Chennai hold office upto the date of the ensuing Annual General Meeting and are eligible for re-appointment. As required under the provisions of Section 224(1B) of the Companies Act, 1956, the Company has obtained written confirmation from M/s. K. Subramanyam & Co., that their appointment, if made, would be in conformity with the limits specified in the said section.

16. Registrar Cum Transfer Agent:

During the year both the National Securities Depository Limited and the Central Depository Services (India) Limited connectivity was shifted to M/s. Purva Sharegistry (India) Private Limited and also act as an in house agent for physical transfer of shares.

17. Corporate Social Responsibility

The activities carried by your Companies are always socio- economic concerned and your company will always have it in concern about the community in which it is operating and the people belonging to that community.

18. Explanation to Auditors Observation

As regards to the audit report, the Company had fulfilled the export obligation and hence had disputed the claim by DGFT.