

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

BOARD OF DIRECTORS	:	Mr.R.C.BETALA - Chairman Mr.S.SASIKUMAR- Independent Director Mr.RAJIV P.UDANI- Independent Director Ms.NYDIA ASHLEY DIAS- - Independent Director
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 DenaBankBuilding 2nd Floor, Horniman Circle, Fort, Mumbai - 400 001.
AUDITORS	:	LILY & GEETHA ASSOCIATES Chartered Accountants Chennai - 600 024.

BETALA GLOBAL SECURITIES LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Fourth Annual General Meeting of BETALA GLOBAL SECURITIES LIMITED, will be held on 25th September 2018 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. Adoption of Financial Statements

To receive, consider and adopt the financial statements of the company for the financial year ended 31st March 2018, and the reports of Directors and Auditors thereon and are hereby received, considered and adopted.

By order of the Board
For Betala Global Securities Limited

R.C.BETALA
CHAIRMAN

Place: Chennai
Date:30.05.2018

1. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday 18th September, 2018, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the despatch of the Annual Report and before the book closure may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. The e-voting period will commence at 9.00 a.m. on Saturday 22nd September, 2018 and will end at 5.00 p.m. on Monday, 24th September, 2018. The Company has appointed M/s M.K.Madhavan & Associates Company Secretaries, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

PROCEDURE FOR EVOTING

1. The Company has entered into an arrangement with Central Depository Services (I) Limited (CDSL) for facilitating e-voting for AGM. The instructions for e-voting are as under.

The instructions for members for voting electronically are as under:-

(A)In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.
- (vi) Now, fill up the following details in the appropriate boxes:

Particulars	For Members holding shares in Demat Form	For Members holding shares in Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as	

	physical shareholders)
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Please enter any one of the details in order to login. Incase both the details are not recorded with the depository and company please enter the member id / folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.

(xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(B)In case of members receiving the physical copy:

(a) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(b) The voting period begins on 9.00 a.m. on Wednesday, 19th September, 2018 and will end at 5.00 p.m. on Thursday, 20th September, 2018. During this period shareholders’ of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 18.09.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(c) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of Board

R C BETALA
Chairman

Place: Chennai
Date :30.05.2018

NOTES

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 19.09.2018 to 25.09.2018 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: 30.05.2018

DIRECTORS REPORT TO SHAREHOLDERS

Your Directors have pleasure in presenting the TwentyFourth Annual Report together with audited accounts for the year ended 31st March 2018.

FINANCIAL RESULTS

Particulars	For The Year Ended	
	31.03.2018 (Rs.)	31.03.2017 (Rs.)
Income from Operations	4,33,603	3,91,609
Other Income	NIL	NIL
PBIDT	1,54,613	1,58,041
Interest	NIL	NIL
Depreciation	NIL	NIL
Provision for Income Tax	30,500	30,000
Provision for Deferred Tax	NIL	NIL
Net Profit After Tax	1,24,113	1,28,041

REVIEW OF OPERATIONS & STATE OF COMPANY'S AFFAIRS

The income from operations during the year under review was at Rs.4.34 lakhs. The net profit after tax was at Rs.1.55 lakhs as against Rs.1.58 lakhs in the previous year. No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

DIVIDEND & RESERVES

Keeping in view of accumulated losses, your Directors regret their inability to declare any dividend.

DIRECTORS RESPONSIBILITY STATEMENT

In Compliance with section 134(3) (C) of the Companies Act, 2013, YourDirectors confirm

- a) That in the preparation of Annual Accounts, the applicable accounting standards have been followed and that no material departures have been made from the same.
- b) 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 a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period.
- c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your company and for preventing and detecting fraud and other irregularities :
- d) That they have prepared the annual accounts on a going concern basis.
- e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

- f) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

SHARE CAPITAL

The authorized Equity capital and paid up Equity Share capital as at 31st March 2018 stood at Rs. 600.00 Lakhs and Rs. 137.50 Lakhs. During the year under review, the Company has not increased authorized capital as well as paid up capital of the company.

COST AUDIT/MAINTENANCE OF COST RECORDS

Our company was not falling under criteria given for maintenance of Cost Record/ Cost Audit as per the Companies (Cost Records and Audit) Rules, 2014. Hence cost audit/ Maintenance of cost record was not conducted.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the company has appointed M/s M.K.Madhavan & Associates Practicing Company Secretaries, Chennai, to undertake the Secretarial Audit of the company. The Report of the Secretarial Audit Report is annexed herewith. The company noted the observations made by the Secretarial Auditor and necessary actions are being taken to regularise the compliances in the coming years.

FINANCE

Cash & Cash equivalent as at March 31, 2018 was Rs. 0.28 Lacs

DIRECTORS

During the period under review the board has re-appointed all the existing Independent Directors as per the Companies Act, 2013 and All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

DEPOSITS

The Company has not accepted deposits covered under chapter V of the companies act, 2013.

BOARD MEETINGS

During the year the Company held four board meetings on 30th May 2017, 05th July 2017, 14th November 2017, and 09th Feb 2018.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has framed familiarization programme for independent Directors pursuant to Equity Listing Agreement.

RELATED PARTY TRANSACTIONS

There are no materially significant related party transactions made by the company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has a vigil mechanism/Whistle Blower policy to deal with instance of fraud and mismanagement, if any.

RISK MANAGEMENT POLICY

The company has adequate risk management framework to deal with risks faced by the company which in the opinion of the board has an impact on its operations.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the Financial year the company has given loans and made investments within the limits as prescribed under section 186 of the Companies Act, 2013.

SL.NO	Description	As on 31.03.2017	Additions	Deletions	As on 31.03.2018
1.	Loans given by the company	64,58,858	3,89,757	NIL	68,48,615
2.	Corporate Guarantee given by the Company	NIL	NIL	NIL	NIL
3.	Investments made by the Company	50,11,222	5,19,549	NIL	55,30,771

EXTRACTS OF ANNUAL RETURN

The Extract of the Annual Return in form MGT 9 as required under Section 92 of the Companies Act, 2013, is annexed herewith as “**Annexure A**” and forms part of this report.

INTERNAL FINANCIAL CONTROLS

The company's internal control system is commensurate with its size, scale and complexities of its operations and the same is effective.

STATUTORY AUDITORS

Pursuant to Section 139 of the Companies Act, 2013 M/s Lily & Geetha Associates, Chartered Accountants, Chennai were appointed as Statutory Auditor of the Company for a term of 5 years commencing from the conclusion of 23rd Annual General Meeting to the conclusion of 28th Annual General Meeting.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate sections, together with the certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company has no activity relating to conservation of energy or technology absorption. There was no foreign exchange earnings or outgo during the year under review.

MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No orders were passed by regulators or courts against the Company that would impact the going concern status of the Company and Company's operations.

PARTICULARS OF EMPLOYEES

There were no employees who were in receipt of remuneration in excess of the limits specified under Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the financial year 2017-18.

INDUSTRIAL RELATIONS / PERSONNEL

Your Company has always considered its workforce as its valuable asset and continues to invest in their excellence and development programs. Your Company has taken several initiatives for enhancing employee engagement and satisfaction. The total number of employees as on 31st March, 2018 stood at 1.

SUBSIDIARY COMPANIES

The Company is not having any subsidiary, joint venture or associate company.

LISTING WITH STOCK EXCHANGES

The Equity Shares of the Company were listed with Bombay Stock Exchange Ltd (BSE).

FOREIGN EXCHANGE EARNINGS & OUTGO

During the financial year 2017-18 there is foreign exchange earning & outgo

ACKNOWLEDGEMENT

Your Directors place on record their appreciation of employees for their dedication and commitment. They also take this opportunity to thank the bankers, clients and others associated with the Company for their support.

On behalf of the Board of Directors

R.C.BETALA
CHAIRMAN

Place: Chennai
Date: 30.05.2018

ANNEXURE 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 four Directors. As on 31st March 2018, 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 2017-18 viz., from 1st April 2017 to 31st March 2018, four Board Meetings were held on the following dates: 30th May 2017, 05th July 2017, 14th November 2017, and 09th Feb 2018. The Annual General Meeting was held on 19th September 2017.

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 2017-18 and the last AGM held on 19.09.2017.

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	2* 1	-	-
Shri. S. Sasi Kumar	Non Executive Independent	4	Yes	2*	-	-
Shri Rajiv P. Udani	Non-Executive Independent	4	Yes	2* 1	-	-
Ms. Nydia Ashley Das	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 2018, four meeting was held on 30th May 2017, 05th July 2017, 14th November 2017, and 09th Feb 2018. 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 2017-2018 is given below:

Name of the Director	Category of Membership	Attendance Particulars	
		Meetings Held	Meetings Attended
ShriS.Sasikumar	Chairman	4	4
ShriR.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 2017-18, 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 2018.

6. General Body Meetings:

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

Year	Date and Time	Venue
2014-15	28 th September 2015 at 10.30 A.M	No.24, Revanier Street, Chennai – 600 003
2015-16	29 th September 2016 at 11.00 A.M	No.24, Revanier Street, Chennai – 600 003
2016-17	19 th September 2017 at 11.00 A.M	No.24, Revanier Street, Chennai – 600 003