

**betala** GLOBAL SECURITIES LIMITED

26<sup>th</sup> ANNUAL REPORT 2019-20

# Betala Global Securities Ltd.

## **BOARD OF DIRECTORS:**

Mr. Roop Chand Betala	Chairman
Mr. Rajiv P Udani	Independent Director
Mr. S Sasikumar	Independent Director
Mrs. Mrs.Nydia Ashley Dias	Independent Director

**COMPLIANCE OFFICER:** Mr. Pranav Brahmbhatt

**CIN** : L65191TN1994PLC029073

## **REGISTERED OFFICE:**

No-24, Revanier Street, Sowcarpet,  
Chennai, Tamilnadu- 600079

Telephone : 044 - 25359854

## **CORPORATE OFFICE:**

**No.4D, Calcot House, Tamarind Lane,  
Fort, Mumbai – 400 023.**

Telephone : 022 - 22815433

**WEBSITE:** [www.betala.net](http://www.betala.net)

## **AUDITORS:**

M/s. Lily & Geetha Associates, Chartered Accountants, Chennai

## **REGISTRAR AND TRANSFER AGENT:**

**Sharex Dynamic India Pvt Ltd.**

17/B, Dena Bank Bldg., 2nd Floor,  
Horniman, Circle, Fort, Mumbai-400001.

Telephone: 022-22702485,

Fax: 022-22641349

# **betala** GLOBAL SECURITIES LIMITED

Registered Office: No.24, Ravanier Street, Chennai – 600 003.  
Corporate Office: 4D, Calcot House, Tamarind Lane, Fort, Mumbai – 400 023.  
CIN: L65191TN1994PLC029073  
[www.betala.net](http://www.betala.net) | [roopchand@betala.net](mailto:roopchand@betala.net)

## **NOTICE**

NOTICE is hereby given that the **TWENTY-SIXTH ANNUAL GENERAL MEETING** of **BETALA GLOBAL SECURITIES LIMITED** will be held on Tuesday, 29<sup>th</sup> September 2020 at 10.30a.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at No.24, Ravanier Street, Chennai – 600 003.

### **ORDINARY BUSINESS:**

#### **1. Adoption of financial statements**

To receive, consider and adopt the Audited financial statements of the Company for the year ended 31<sup>st</sup> March 2020 and the reports of the Board of Directors and Auditors thereon.

### **SPECIAL BUSINESS:**

#### **2. Approval of change in designation of Mr. Roop Chand Betala (DIN: 02128251) from Director to Chairman and Managing Director**

To consider and, if thought fit, pass the following resolution as Special Resolution:

“RESOLVED that, pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the provisions of Articles of Association of the Company, consent of the members is hereby accorded to the change of designation of Mr. Roop Chand Betala (DIN: 02128251) from Director to Chairman and Managing Director of the Company and Mr. Roop Chand Betala is to hold his office for a period of five consecutive years commencing from 26<sup>th</sup> August 2020 to 25<sup>th</sup> August 2025 on

such terms and conditions approved by the Nomination and Remuneration Committee and the Board, as are provided in the Explanatory Statement annexed hereof;

RESOLVED FURTHER that, in the event of the Company having no profits or inadequate profits, in any financial year, Mr. Roop Chand Betala will not be entitled to payment of remuneration.

RESOLVED FURTHER that, the Board of Directors of the company be and is hereby authorized to take all such steps as may be necessary, proper, and expedient to give effect to the resolution.”

By Order of the Board,  
For **Betala Global Securities Limited**

Date: 26<sup>th</sup> August 2020

**Roop Chand Betala**  
Chairman cum Director

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

**Item No.2:**

The Board of directors at their Meeting held on 26<sup>th</sup> August 2020, approved the appointment by change of designation of Mr. Roop Chand Betala (DIN: 02128251) from Director to Chairman and Managing Director, subject to approval of members at general meeting. The terms of appointment of Mr. Roop Chand Betala as recommended by the Nomination and Remuneration Committee, and accepted by the Board and Mr. Roop Chand Betala are as follows:

**(i) Tenure:** Five years (From 26<sup>th</sup> August 2020 to 25<sup>th</sup> August 2025);

**(ii) Remuneration:**

No remuneration will be payable till the Company turns profitable. The remuneration will be decided afterwards.

**(iii) Reimbursement of expenses:**

Expenses incurred for travelling, boarding, and lodging during business trips shall be reimbursed at actuals and not considered as perquisites.

**(iv) Minimum Remuneration:**

In the event of the Company having no profits or inadequate profits, in any financial year, Mr. Roop Chand Betala will not be entitled to payment of remuneration.

**(v) General:**

- (a) The Chairman and Managing Director shall perform duties in accordance with the Articles of Association of the Company and the powers delegated by the Board of Directors of the Company.
- (b) The Chairman and Managing Director shall devote attention to the Management of the Company and carry out such other duties as may be entrusted upon from time to time.
- (c) The provisions of Code of Conduct of the Company shall be deemed to have been incorporated into the Letter by reference and the Managing

Director shall abide by the provisions of the Code of Conduct of the Company in spirit and in letter and commit to assure its implementation.

The Company has also received a notice from Mr. Roop Chand Betala under Section 160 of the Act, 2013, proposing his candidature for the office of Chairman and Managing Director of the Company.

The Memorandum and Articles of Association, relevant resolutions passed by the Nomination cum Remuneration Committee and the Board and letter of appointment setting out the terms of appointment of Chairman and Managing Director under Section 190(1)(b) are available for inspection at the Registered Office of the company.

The Board of Directors recommends for consent of members by way of special resolution as set out in item no:2.

Mr. Roop Chand Betala is not related to any other Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in this resolution set out at item no.2.

By Order of the Board,  
For **Betala Global Securities Limited**

Date: 26<sup>th</sup> August 2020

**Roop Chand Betala**  
Chairman cum Director

DETAILS PURSUANT TO REGULATION 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS IN RESPECT OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT.

**Mr.Roop Chand Betala**

Age	:	57 years
Qualifications & Experience	:	Graduate and 30+ years of experience in Investment banking.
Terms and Conditions of appointment or reappointment	:	No salary will be paid till the company makes absolute profit.
Last Drawn Remuneration	:	NIL
Date of first appointment on the Board	:	27/10/1994
No. of Shares held	:	118600
Relationship with Directors, Managers & KMP	:	Not related
Number of Board Meetings attended during FY	:	Four
Other directorship	:	1 (One)
Chairman/Member of the Committees of the Boards of other Companies	:	NIL

**Notes:**

1. Members may be aware that in view of the continuing restrictions on the movement of persons at several places in the country due to COVID 19 global pandemic, Ministry of Corporate Affairs, Government of India (“MCA”) has, vide its Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, permitted Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). Accordingly, the Annual General Meeting of the members of the Company shall be conducted in virtual mode i.e., through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) (‘Virtual AGM’), as per the guidelines issued by the MCA. The deemed venue of this meeting shall be the Registered Office of the Company at No.24, Ravanier Street, Chennai – 600003.

Central Depository Services (India) Limited (‘CDSL’) will be providing facility for voting through remote e-voting. The Company will be providing a system for participation in the AGM through VC / OAVM and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in Note No.20 below and is also available on the website of the Company at [www.betala.net](http://www.betala.net).

2. Members are hereby informed that the Twenty-Sixth Annual General Meeting of the Company shall be conducted in virtual mode i.e., through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) and there will be no physical meeting of the shareholders taking place at a common venue and physical presence of the members has been dispensed with to participate and vote in the Sixth Annual General Meeting through VC /OAVM.
3. As the AGM is being conducted through virtual mode i.e., VC / OAVM, the facility for appointment of proxies by the members will not be available for this Annual General Meeting and hence the proxy form, attendance slip and Route map are not annexed to this Notice.

Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Members holding shares in physical form or those who have not registered their e-mail IDs will be allowed to take part in the remote e-voting or through the e-voting



system during the Annual General Meeting in virtual mode as per the procedure detailed in Note No. 20 below.

5. Explanatory Statement as required by Section 102 of the Companies Act, 2013 in respect of the special business to be transacted at this AGM is annexed.
6. Details pursuant to Secretarial Standard on General Meetings (SS 2) issued by The Institute of Company Secretaries of India in respect of Directors seeking appointment / reappointment at the Annual General Meeting are annexed.
7. In case of joint holders attending the Annual General Meeting in virtual mode, only such joint holder who is higher in the order of names as per the Register of Members of the Company, will be entitled to attend and vote.
8. Corporate Members intending to authorise their representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend the AGM through VC / OAVM and cast their votes through e-voting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 21.09.2020 to 29.09.2020 (both days inclusive).
10. Members are requested to contact the Registrar and Share Transfer Agent (RTA) for all matters connected with the Company's shares.
11. Members holding shares in physical form are requested to notify change of address, if any, to the RTA. Members holding shares in physical form in more than one folio are requested to write to the RTA enclosing their Share Certificates for consolidation of their holdings into one folio.  
  
Members holding shares in the dematerialised mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, etc. to their Depository Participant (DP). These changes will be automatically reflected in the Company's records.
12. The Ministry of Corporate Affairs, vide its notification dated May 7, 2018, has done away with the requirements to place the matter relating to appointment of Auditors for ratification by the members at every Annual General Meeting (AGM). Accordingly, no resolution is proposed at the AGM for ratification of appointment of

M/s. Lily & Geetha Associates, Chartered Accountants, Statutory Auditors, who were appointed in the AGM held on 19.09.2017 for a period of five years, i.e., till 28th AGM to be held.

13. Under the provisions of Section 72 of the Companies Act, 2013, shareholder(s) is / are entitled to nominate, in the prescribed manner, a person to whom his / her / their shares in the Company, shall vest after his / her / their lifetime. Members who are holding shares in physical form and are interested in availing this nomination facility may submit nomination in the prescribed Form SH-13 with the Company / RTA. In respect of shares held in dematerialized form, Members may submit their nomination form with their respective Depository Participants.
14. Members are requested to note that in case of deletion of name of deceased shareholder, transmission and transposition of names in respect of shares held in physical form, submission of self-attested photocopy of PAN Card of the claimant(s), surviving holder(s), legal heir(s) and joint holder(s) respectively, along with necessary documents at the time of lodgement of request for transmission / transposition, is mandatory.
15. In accordance with the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and in view of prevailing situation on account of COVID 19 and owing to the difficulties involved in dispatching physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent only by email to those Members who have registered their e-mail address with the Company / Registrar and Share Transfer Agent (in respect of shares held in physical form) or with their DP (in respect of shares held in electronic form) and made available to the Company by the Depositories.
16. The Annual Report containing the said documents including Notice of AGM is also available on the Company's website [www.betala.net](http://www.betala.net) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). from where it can be downloaded. Shareholders may please note that no physical / hard copy of the aforesaid documents will be sent by the Company
17. Members, who have not registered their e-mail addresses, are requested to register their e-mail addresses with (i) the Depository Participant(s), if the shares are held in

electronic form and (ii) with the Company /Registrar & Share Transfer Agent (RTA) of the Company, if the shares are held in physical form.

18. Members holding shares in physical form are requested to submit their PAN and Bank Account Details to RTA / Company by forwarding duly signed letter along with self-attested copy of PAN Card and cancelled cheque leaf. The cancelled cheque leaf should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook / statement issued by the Bank.

19. The members are advised to dematerialise equity shares held by them in physical form.

**20. INSTRUCTIONS FOR REMOTE E-VOTING, E-VOTING AND JOINING THE AGM THROUGH VC / OAVM**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Secretarial Standards issued by the Institute of Company Secretaries of India and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is pleased to provide to its Members the facility of remote e-voting and voting through e-voting system during the AGM in respect of the businesses to be transacted at the Annual General Meeting (AGM).

The Members can join the Annual General Meeting in the VC/OAVM mode 15minutes before and after the scheduled time of the commencement of the Meeting by following the procedure detailed below. The facility of participation at the AGM through VC/OAVM will be made available to members on first come first served basis. This will not include large shareholders i.e., shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.

The members who have cast their vote by remote e-Voting prior to the AGM may also attend and participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

In line with the Ministry of Corporate Affairs Circular dated April 13, 2020, the Notice of the AGM has been uploaded on the website of the Company at [www.betala.net](http://www.betala.net). The Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

**I. The instructions for e-voting are as under:**

(i) Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(ii) Click on "Shareholders" module.

(iii) 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).

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login -Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically. Enter the Image Verification as displayed and Click on Login.

(iv) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used. If you are a first-time user follow the steps given in points (v) and (vi).

(v) Fill up the following details in the appropriate boxes:

For Members holding shares both in Demat and Physical Form

PAN\*: Enter your 10digit alpha-numeric \*PAN issued by Income Tax Department.

\*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 (Sequence number has been provided as Serial number in the e-mail sent to Members) 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. Eg. If your name is Deepak Raj with sequence number 1 then enter DE00000001 in the PAN field.

DOB #: Enter the Date of Birth in dd/mm/yyyy format, as recorded in your demat account or in the company records for the said demat account or folio number.

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 number in the Dividend Bank Details field.

# Please enter any one of the details in order to login. In case both the details are not recorded with the depository and company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will directly reach 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 on 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.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for BETALA GLOBAL SECURITIES LIMITED.
- (x) 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.
- (xi) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.

- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by you by clicking on "Click here to print" option on the Voting page.
- (xv) If Demat account holder has forgotten the login password, then Enter the User ID and Captcha Code (image verification code) and click on FORGOT PASSWORD and enter the details as prompted by the system.
- (xvi) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address at [pranav@volvie.com](mailto:pranav@volvie.com), if they have voted from individual tab & not

uploaded same in the CDSL e-voting system, for the scrutinizer to verify the same.

- (xvii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective store. Please follow the instructions as prompted by the mobile app while Remote e-voting on your mobile.

**II. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY / RTA / DEPOSITORIES, FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- (i) Shareholders holding shares in Physical form: Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self- attested scanned copy of Aadhaar Card) by email to Company at the email ID at [pranav@volvie.com](mailto:pranav@volvie.com) or at the RTA email ID at [support@sharexindia.com](mailto:support@sharexindia.com)
- (ii) Shareholders holding shares in Demat form: Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name of Shareholder, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) to Company at the email IDs at [pranav@volvie.com](mailto:pranav@volvie.com) or at the RTA email ID at [support@sharexindia.com](mailto:support@sharexindia.com)

The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above-mentioned shareholders.

**III. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- (i) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through Zoom Application. Shareholders may access the same on September 29, 2020 10:30 AM using below link:

<https://us02web.zoom.us/j/84314931276?pwd=ai9Vd1VWVWnlWMHhZ216SWphZXdlZz09> by using the Meeting ID: **843 1493 1276** & Password as **BGSLAGM20** respectively through smart phone or laptop, connected through broadband.

- (ii) Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
- (iii) Further shareholders will be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuations in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- (v) Shareholders who would like to express their views / ask questions / seek any information with regard to any items of business to be transacted at the AGM during the meeting may register themselves as a speaker by sending their request from their registered email ID in advance i.e., on or before 24.09.2020 (5:00PM) mentioning their name, demat account number / folio number, email id, mobile number to the Company at [pranav@volvie.com](mailto:pranav@volvie.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance i.e., on or before 24.09.2020 (5:00PM) mentioning their name, demat account number / folio number, email id, mobile number at [pranav@volvie.com](mailto:pranav@volvie.com). These queries will be replied to by the company suitably.
- (vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



**IV. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

- (i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
  - (ii) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
  - (iii) If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
  - (iv) Shareholders who have voted already through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- V.** If you have any queries or issues regarding remote e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- If you have any queries or issues regarding attending AGM & Voting through the Zoom Application, you may email to [pranav@volvie.com](mailto:pranav@volvie.com).
- VI.** The Shareholders can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- VII.** The e-voting period commences on 26.09.2020 (9:00A.M) and ends on 28.09.2020 (5:00 P.M). 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. 22.09.2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Any person, who acquires shares of the Company and becomes a member of the Company after forwarding of the Notice and holding shares as of the cut-off date i.e. 22.09.2020 may obtain the login ID and password by sending an email to [pranav@volvie.com](mailto:pranav@volvie.com) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) by mentioning their DP ID and Client ID No.

A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting and e-voting system on the date of AGM.

- VIII.** The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 22.09.2020.
- IX.** Mr. M. K. MADHAVAN, practicing Company Secretary (C.P.No.16796) has been appointed as the Scrutinizer to scrutinize the process of remote e-voting and e-voting during AGM in a fair and transparent manner.
- X.** The Scrutinizer shall immediately after the conclusion of e-voting at the AGM through VC /OAVM mode, first download and count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting and shall submit, not later than forty-eight hours from the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XI.** The Results declared along with the report of the Scrutinizer shall be placed on the Company's website at [www.betala.net](http://www.betala.net) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing.

## DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting the 26<sup>th</sup> Annual Report together with the financial statements for the year ended 31<sup>st</sup> March 2020.

### FINANCIAL SUMMARY:

The financial highlights for the year under review are as follows:

Amount in Rupees.

Particulars	Year Ended 31.03.2020	Year Ended 31.03.2019
Revenue from operations	28,64,744	4,94,543
Other revenues	-	-
Total revenue	28,64,744	4,94,543
Total expenses	21,31,102	5,82,238
Profit before tax	7,33,642	(87,695)
Provision for Tax	70,400	-
Profit after Tax	6,63,242	(87,695)
Other Comprehensive Income	(8,06,825)	(13,81,750)

### BUSINESS ACTIVITIES:

Betala Global Securities Limited (“the Company”) was promoted by Mr. Roop Chand Betala. The Company is acting as an Investment Broker in Securities markets (Purchase and sale of securities) and a Loan and Financial advisory including granting of Unsecured Loans.

**COMPANY'S PERFORMANCE:**

During the year, the turnover was Rs. 28,64,744/- as against Rs. 4,94,543/- for the previous year. The profit before tax of was Rs. 7,33,642/- as against the loss of Rs. 87,695/- for the previous year.

**DIVIDEND:**

The Board of Directors has not recommended any dividend for the financial year 2019-20 due to loss. (Previous year:NIL).

**CONSOLIDATED FINANCIAL RESULTS:**

The Company has no subsidiary, associate, and joint venture companies and therefore, preparation and presentation of Consolidated Financial Statements does not arise for the year ended 31<sup>st</sup> March 2020.

**NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:**

The Company has no Subsidiaries, Joint Ventures or Associate Companies. During the year no companies have become or ceased to be the subsidiaries, joint ventures or associates of the Company.

**RESERVES:**

In view of losses, transferring the profit to the General Reserve did not arise.

**MANAGEMENT DISCUSSION & ANALYSIS:**

A detailed analysis of performance of the Industry and the Company is provided in the Management Discussion and Analysis Report as **Annexure - I**, which forms an integral part of this report.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with Section 134(5) of the Companies Act, 2013, your Board of Directors confirms that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 at the end of the financial year 2019-20 and of the loss of the Company for that period;

- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **CORPORATE GOVERNANCE:**

The Company is exempted from the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V as the Company's paid up equity share capital not exceeded rupees ten crore and net worth not exceeded rupees twenty five crore, as on the last day of the previous financial year. However, the Company has on a voluntary basis, furnished a separate Report on Corporate Governance for the financial year ended 31<sup>st</sup> March 2020 in as **Annexure II.A** and is forming part of this Report.

#### **MEETINGS OF THE BOARD:**

Five Board Meetings were held during the financial year 2019-20 and the details of which are available in Report on Corporate Governance as **Annexure II.B**, which forms an integral part of this Report

#### **DIRECTORS AND KMP:**

During the year under review, there is no change in the Board of Directors.

The Registrar of Companies, Chennai has caused the directors to be disqualified under section 164(2) of the Companies Act,2013. The Company has obtained a stay from the Hon'ble High Court of Madras at Chennai.

#### **DECLARATION BY INDEPENDENT DIRECTORS:**

All the Independent Directors have given the declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with the Rules made thereunder and Regulation 16(1)(b) of SEBI(LODR) Regulations, 2015.

**AUDIT COMMITTEE:**

The Board of Directors has an audit committee and the composition, powers, role and terms of reference of the Audit Committee are in accordance with the requirements mandated under Section 177 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 18 and 21 read with Part C of Schedule II of SEBI (LODR) Regulations, 2015.

The details of Audit Committee along with the details of the Meetings held during the financial year 2018-19 are given in the Corporate Governance Report that forms part of this Report.

**PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:**

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Sub rules(1) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement is enclosed in **Annexure - III**.

**AUDITORS AND AUDITORS' REPORT:**

M/s. Lily & Geetha Associates, Chartered Accountants who were appointed as Auditors at the 23<sup>rd</sup> AGM held on 19.09.2017 for a period of five years, i.e., till 28<sup>th</sup> AGM to be held. The Auditors being eligible, will continue to hold office for the remaining period.

Auditors report for the financial year 2019-20 is annexed to this Annual Report.

There are few qualifications, reservation or adverse remark or disclaimer made by the auditors in their report. The Board of Directors takes steps to ensure the compliances in the coming years.

**COST AUDITOR:**

Appointment of Cost Auditors is not applicable to the Company.

**LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY:**

Details of investments, loans and guarantees covered under the provisions of section 186 of the Companies Act, 2013 read with the rules made thereunder are provided in the Notes to the Financial Statements.

**RELATED PARTY TRANSACTIONS:**

The Company has formulated a Policy on dealing with Related Party Transactions. The Policy is disclosed on the website of the Company.

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015 during the financial year 2019-20 were in the ordinary course of business and on an arms' length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. However, pursuant to the provisions of Regulation 23 (2) of the SEBI (LODR) Regulations, 2015, prior approval of the Audit Committee was sought for entering into the Related Party Transactions.

During the financial year 2018-19, the Company had not entered into any contract / arrangement / transactions with Related Parties which could be considered as material in terms of Regulation 23 of the SEBI (LODR) Regulations, 2015. In accordance with Accounting Standard 18, the Related Party Transactions are disclosed in the notes to the Financial Statements.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

There were no materially significant transactions with Related Parties during the financial year 2019-20 which conflicted with the interest of the Company. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statements.

The Corporate Governance Report contains relevant details on the nature of Related Party Transactions (RPTs) and the policy formulated by the Board on Material RPTs. Particulars of Contracts or Arrangements with Related Parties referred to in Section 188(1) of the Companies Act, 2013 is furnished in accordance with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC - 2 as **Annexure - IV**.

**DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT**

There are no shares in the demat suspense account or unclaimed suspense account, as applicable:

- (a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: NIL.
- (b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year: NIL.
- (c) number of shareholders to whom shares were transferred from suspense account during the year: NIL.
- (d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL.
- (e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: NIL.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:**

Details of energy conservation, technology absorption, foreign exchange earnings and outgo in accordance with the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given as **Annexure - V** forming part of this Report.

## **CODE OF CONDUCT:**

The Board has formulated a Code of Conduct for Directors and Senior Management Personnel of the Company. A Declaration affirming on the compliance of Code of Conduct is provided in **Annexure - VI**.

## **ADEQUACY OF INTERNAL FINANCIAL CONTROLS:**

The company has formulated as Internal controls policy. In the opinion of Board, it is adequate to mitigate risks and provided reasonable assurance that operations/transactions are efficient, and assets are Safeguarded.

## **MATERIAL CHANGES AND COMMITMENTS:**

There were no material changes and commitments affecting the financial position of the Company between the end of financial year i.e., 31<sup>st</sup> March 2020 and the date of the Report i.e., 29<sup>th</sup> June 2020.

## **ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is enclosed and marked as **Annexure - VII**.

## **REMUNERATION POLICY:**

The Remuneration policy of the Company comprising appointment and remuneration of the Directors, Key Managerial Personnel and Senior Executives of the Company including criteria for determining qualifications, positive attributes, independence of a Director and other related matters has been provided in the Corporate Governance Report.

## **SECRETARIAL AUDIT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Ms. Khushbu Shah, practicing company secretary to undertake the Secretarial Audit of the Company for



the financial year 2019-20. The Secretarial Audit Report is given as **Annexure - VIII** forming part of this Report.

There are few reservation or adverse remarks, or disclaimer made by the auditors in their report. The Board of Directors takes steps to ensure the compliances in the coming years.

**VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

The company has established a vigil mechanism for directors and employees to report genuine concerns pursuant to section 177 of the Companies Act,2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules 2014 and SEBI(LODR) Regulations, 2015.

**DEPOSITS:**

Your Company has neither accepted nor renewed any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year.

**SIGNIFICANT AND MATERIAL ORDERS IMPACTING THE COMPANY:**

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company.

**BOARD EVALUATION:**

The Board carried out an annual performance evaluation of its own performance, the individual Directors as well as the working of the Committees of the Board. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors were carried out by Independent Directors. Details of the same are given in the Report on Corporate Governance annexed hereto.

**CORPORATE SOCIAL RESPONSIBILITY (CSR):**

The company is not covered under section 135 of the Companies Act,2013 and formulation of CSR policy and constitution of a CSR committee did not arise.

**ANTI- SEXUAL HARASSMENT POLICY:**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints were received during the financial year 2019-20.

**CEO/CFO CERTIFICATION:**

Mr.Roop Chand Betala, Chairman/ CEO/CFO has given his certification to the Board in terms of under the SEBI (LODR) Regulations, 2015.

**ACKNOWLEDGEMENT:**

Your directors place on record a great appreciation of the fine efforts of all executives and employees of the Company. Your directors also express their sincere thanks to various Departments of Central Government, Government of Tamil Nadu, Banks, Shareholders and all other stakeholders for continuing support and encouragement during the financial year 2019-20 and expect the same in future also.

For and on behalf of the Board of Directors of

**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### **About the Industry**

Volatility in Stock markets is inherent, but such high volatility has been promising the high returns. Despite the ups and downs, Stock Markets has been good during the last year. In India, there has been a consistent demand from Micro, Small, and Medium Enterprises [MSMEs] for loans due to increasing business opportunities and support from the Government. Despite the NPAs in banks and NBFCs, financial system has been stable and improved.

### **Company's Performance**

Supported by the robust surge in capital markets and the increased demand for loans helped the Company to gain a nominal revenue. It is expected optimistically to continue in the coming years.

### **Opportunity and Threats**

Uncertainty in Global Markets due to recessionary environment poses threat for downtrend in Capital Markets. However, the management took possible steps to cash in on various opportunities and at times also observed closely which may lead to the erosion of investments.

### **Internal Control System and their Adequacy**

With the support and guidance of experienced professionals, the Company has strengthened the internal controls to achieve efficiency in operations, optimum utilization of resources and effective monitoring thereof and compliance with applicable laws.

### **Company's Outlook:**

The Company has been in discussion for possible Amalgamation / Merger with similar business entity(ies) as and when the right opportunities arise.

## REPORT ON CORPORATE GOVERNANCE

(For the financial year 2019-20)

### 1. Company's philosophy on code of Governance:

Corporate Governance at **BETALA GLOBAL SECURITIES LIMITED** is based on the principles of equity, fairness, transparency, spirit of law and honest communication. We always believe that the good Corporate Governance through accountability, integrity and professionalism is the way to enhance the value of Shareholders and all other stakeholders which include Suppliers, Customers, Creditors, Bankers, Society and Employees of the Company. We are following the guidelines mandated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and adopt the principles to suit the changing times and needs of the business, society and the nation.

### 2. I. Board of Directors

#### A. Board Composition:

The Board has been constituted in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board has an optimum of executive and non-executive directors, including one women director as under:

Name of the Directors	Executive/ Non-executive	Promoter /Independent
Mr.Roop Chand Betala	Chairman, Chief-Executive Officer, Executive,	Promoter
Mr.S.Sasikumar	Non-executive	Independent
Mr.RajivUdani	Non-executive	Independent
Mrs.Nydia Ashley Dias	Non-executive (Women)	Independent

The Board has a regular executive chairman who is Promoter. It consists Independent Directors more than half of the Board. No Director is related to any other directors. The independent directors are not liable to retire by rotation. Director other than independent directors will retire

by rotation and in general, seek re-appointment at Annual General Meeting. Brief resume of Director seeking the reappointment is provided in the notice of Annual General Meeting.

All the Independent Directors have given their declarations affirming that they meet the criteria of independence as provided in sub-section (6) of Section 149(7) of the Companies Act, 2013. None of the independent directors serves in more than seven listed companies as Independent Director and holds office of whole-time director in any other listed company. The Company has issued the Letter of appointments together with the terms thereto to all the independent directors and the same have been posted on the Company's website.

As required by the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, none of the directors hold directorship in more than twenty public companies, nor membership of board committees (audit/remuneration/investors grievance committees) in excess of ten and chairmanship in the said committees in excess of five.

Name of the Directors	Number of directorships, Committee Memberships and Committee Chairmanship held in other companies <sup>#</sup>		
	Directorship	Membership	Chairmanship
Mr. Roop Chand Betala	1	-	-
Mr. S. Sasikumar	-	-	-
Mr. Rajiv Udani	-	-	-
Mrs. Nydia Ashley Dias	-	-	-

*# only in public companies*

During the financial year 2019-20, the Board met four times i.e., on 25.04.2019, 23.07.2019, 29.10.2019 and 07.01.2020 within a time gap of 120 days between two meetings. No Board meeting was conducted through video conferencing or other audio-visual means.

The 25<sup>th</sup> Annual General Meeting (AGM) was held on 23.07.2019. The attendance records of all directors are as under:

Name of the Directors	Board Meetings		Last AGM attendance
	Held	Attended	
Mr. Roop Chand Betala	4	4	Present
Mr. S. Sasikumar	4	4	Present
Mr. Rajiv Udani	4	4	Present
Mrs. Nydia Ashley Dias	-	-	Absent

## B. Committees of the Board

The Board has constituted various committees and the details of which are given below:

### A. Audit Committee:

The Audit Committee has been constituted in conformity with the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, with not less than two-third of Independent directors.

During the financial year 2019-20, the meeting of Audit committee was held on 25.04.2019, 23.07.2019, 29.10.2019 and 07.01.2020 and attendance of members is provided hereunder:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended
Mr. S.Sasikumar	Independent	Chairman	4	4
Mr. Rajiv Udani	Independent	Member	4	4
Mr. Roop Chand Betala	Non- Independent	Member	4	4

### B. Nomination cum Remuneration Committee:

The Company has a Nomination cum Remuneration Committee of the Board in conformity with the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. All members of the Committee are independent directors. During the financial year 2019-20, the meeting of the Committee was held on 25.04.2019, 23.07.2019, 29.10.2019 and 07.01.2020 and attendance of members is provided hereunder:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended
Mr.Rajiv Udani	Independent	Chairman	4	4
Mr.S.Sasikumar	Independent	Member	4	4
Mrs.Nydia Ashley Dias	Independent	Member	-	-

### Remuneration Policy:

The company has formulated its Remuneration Policy in view of appointment and retaining suitable employees with remuneration commensurate with size of the company, nature the business and nature of duties and responsibilities of the employee. The Board has the power to

fix remuneration of directors/KMP on recommendation of Nomination and Remuneration Committee.

During the financial year 2019-20, no remuneration was paid to the directors/KMP and no sitting was paid to the independent directors.

#### C. Stakeholders Relationship Committee

The Board has a Stakeholders Relationship Committee. The Committee comprises of three member directors one of whom is non-executive director as chairman. During the financial year 2019-20, the committee meetings were held on 25.04.2019, 23.07.2019, 29.10.2019 and 07.01.2020 and attendance of members is provided hereunder:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended
Mr.S.Sasikumar	Independent	Chairman	4	4
Mr.RajivUdani	Independent	Member	4	4
Mrs.Roop Chand Betala	Non-Independent	Member	4	4

#### Name and designation of compliance officer:

Mr.Pranav D. Brahmbhatt, Compliance Officer

Details of complaints received during the financial year 2019-20:

No. of complaints received	No. of complaints not solved to the satisfaction of shareholders	No. of complaints pending as on 31.03.2020
NIL	NIL	NIL

### 3. Details of Annual General Meetings:

I. The details of about last three Annual General Meetings are given below:

Year	Date	Time	Venue
2016-17	19.09.2017	11.00.A.M	No.24, Revanier Street, Sowcarpet,Chennai-600002
2017-18	25.09.2018	10.30.A.M	No.24, Revanier Street, Sowcarpet,Chennai-600002
2018-19	23.07.2019	10.30.A.M	No.24, Revanier Street, Sowcarpet,Chennai-600002

II. Details of Special resolutions passed: NIL

#### 4. POSTAL BALLOT:

During the Year, no special resolution was passed through Postal Ballot.

#### MEANS OF COMMUNICATION

The Quarterly/Half-Yearly/Annual financial results of the Company are published in “English Daily and Tamil Newspaper. The Quarterly/Half-Yearly/Annual financial results and the shareholding pattern are properly reported with Stock Exchange and are available in the Website stock Exchange and the Company’s website, [www.betala.net](http://www.betala.net)

Notice of General Meeting including Attendance slip, proxy form and polling paper are sent to all the shareholders by Registered Post or Speed post or Courier or through e-mail System. Annual Report is sent by Book post or email system or both at the desire of shareholders.

Further to the compliance of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, all the basic information about the Company is always made available in the company’s Website at no cost for the benefit of all stakeholders concerned.

#### 6. GENERAL SHAREHOLDER INFORMATION:

Dates of Book closure	
Date, time and venue of Annual General Meeting	The 26 <sup>th</sup> AGM will be held through VC/OAVM through Zoom Application. Shareholders may access the same on September 29, 2020 10:30 AM using below link: <a href="https://us02web.zoom.us/j/84314931276?pwd=ai9Vd1VWVWnlWMHhZ216SWphZXdlZz09by">https://us02web.zoom.us/j/84314931276?pwd=ai9Vd1VWVWnlWMHhZ216SWphZXdlZz09by</a> using the Meeting ID: <b>843 1493 1276</b> & Password as <b>BGSLAGM20</b>
Financial Calendar	Financial Reporting for the quarter ending 30 <sup>th</sup> June 2020-latest by 14 <sup>th</sup> August 2020; 30 <sup>th</sup> September 2020-Latest by 14 <sup>th</sup> of November 2020; 31 <sup>st</sup> December 2020-Latest by 14 <sup>th</sup> February 2021; and 31 <sup>st</sup> March 2021 - Latest by 30 <sup>th</sup> May 2021.
Dividend Payment	N.A.
Listing on Stock Exchanges	Bombay Stock Exchange Limited



Depository Participant	National Securities Depository Limited;
	Central Depository Services Limited
Scrip Code	531530
ISIN Number	INE 658E01027
Listing on Stock Exchange (overseas)	Nil
Office Location	No.24, Revanier Street, Sowcarpet, Chennai-600002

#### Stock market price data:

The trading of company's shares at BSE is under suspension. Hence, the High/Low of monthly market price is NIL.

Month	Open price	High price	Low price	Volume traded
April 2019	-	-	-	-
May 2019	-	-	-	-
June 2019	-	-	-	-
July 2019	-	-	-	-
August 2019	-	-	-	-
September 2019	-	-	-	-
October 2019	-	-	-	-
November 2019	-	-	-	-
December 2019	-	-	-	-
January 2020	-	-	-	-
February 2020	-	-	-	-
March 2020	-	-	-	-

#### Share transfer system

Share transfers requests be registered and returned to the transferees within the statutory time limit from the date of receipt if the documents are in order in all respects. The share transfer committee has met four times during the financial year 2019-20. No. of shares received for transfer up to 31.03.2020 was NIL and Shares pending for transfer as on 31.03.2020 was NIL. The Registrar and Transfer Agents is Sharex Dynamic India Private Limited.

#### Distribution of Shareholding as on 31<sup>st</sup> March 2020:

Shareholding of Nominal Value Rs.	Shareholders		Share amount	
	Numbers	% of total	Rs.	% of total
UPTO To 5000	1220	81.255	1968480	14.316
5001 To 10000	112	7.457	866690	6.303
10001 To 20000	76	5.059	1083880	7.883
20001 To 30000	29	1.930	752720	5.474
30001 To 40000	11	0.732	387550	2.819
40001 To 50000	11	0.732	519900	3.781

50001 To 100000	23	1.531	1584330	11.522
100001 To ABOVE	20	1.33	6586450	47.901
	1502	100.00	13750000	100.00

**Shareholding pattern as on 31<sup>st</sup> March 2020 has been provided in Form MGT-9.**

**Pattern of shareholding in physical, NSDL and CDSL:**

	No. of Holders	No. of Shares	%
<b>NSDL:</b>	759	859695	62.52%
<b>CDSL:</b>	534	429289	31.22%
<b>Physical:</b>	224	86016	6.26%

**Demat of shares:**

As per the directives of Securities & Exchange Board of India, the equity shares of the company are being traded in electronic form from 18.02.2002. The physical form of trading is also available to the shareholders. Electronic Holding by Members comprises of 93.74% (as on 31<sup>st</sup> March 2020) of the paid-up share capital of the company held through National Securities Depository Limited and Central Depository Services Limited. The company appointed Cameo Corporate Services Limited as Registrar & Transfer Agent and entered into an agreement for availing depository services.

**Request to Shareholders**

The Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 requires the company to keep the Register of Members in Form No.MGT-1. As compared to the existing Register of Members under the old Act, the new Law calls for certain additional information to be recorded. In order that the company is facilitated to comply with same, shareholders are requested to send the following information for updating their records in our Register of Members:

Name of the member, Folio/ DP ID – Client ID, Email address, Permanent Account Number (PAN), CIN (in the case of company), Unique Identification Number, Father's/ Mother's/ Spouse's name, Occupation, Status, Nationality, In case of minor, name of guardian and date of birth of minor, Instructions, if any for sending Notice etc.,

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**  
Chairman.

**Disclosure Statement of particulars of remuneration as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2019-20: **Mr.Roop Chand Betala : NIL**
- ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year: **Not applicable as no remuneration was paid.**
- iii. The percentage increase in the median remuneration of employees in the financial year: **Not applicable as no remuneration was paid.**
- iv. Number of permanent employees on the rolls of company:3 (which includes 1 director).
- v. The explanation on the relationship between average increase in remuneration and company performance: **Not applicable as no remuneration was paid.**
- vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company: **Not applicable as no remuneration was paid.**
- vii. Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year

	31.03.2020	31.03.2019
Market capitalization	Not traded	Not traded
PE Ratio		
% increase in market quote		

- viii. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **Not applicable as no remuneration was paid.**
- ix. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **Not applicable as no remuneration was paid.**

- x. Comparison of each remuneration of the Key Managerial Personnel against the performance of the company: ***Not applicable as no remuneration was paid.***
- xi. The key parameters for any variable component of remuneration availed by the directors: NIL
- xii. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: ***Not applicable as no remuneration was paid.***
- xiii. Affirmation that the remuneration is as per the remuneration policy of the company:  
***Remuneration is as per the remuneration policy of the company.***

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.

## Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

i. Details of contracts or arrangements or transactions not at arm's length basis

	Name(s) of the related party and nature of relationship	Nil
	Nature of contracts/arrangements/transactions	
	Duration of the contracts / arrangements/transactions	
	Salient terms of the contracts or arrangements or transactions including the value, if any	
	Justification for entering into such contracts or arrangements or transactions	
	date(s) of approval by the Board	
	Amount paid as advances, if any:	
	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

ii. Details of material contracts or arrangement or transactions at arm's length basis

	Name(s) of the related party and nature of relationship	Nil
	Nature of contracts/arrangements/transactions	
	Duration of the contracts / arrangements/transactions	
	Salient terms of the contracts or arrangements or transactions including the value, if any:	
	date(s) of approval by the Board	
	Amount paid as advances, if any:	

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.

**Annexure-V**

**INFORMATION UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT,2013 READ WITH THE COMPANIES (ACCOUNTS) RULES,2014.**

**A.CONSERVATION OF ENERGY**

- i. The steps taken or impact on conservation of energy– NIL.
- ii. The steps taken by the company for utilizing alternate sources of energy-NIL
- iii. The capital investment on energy conservation equipment– NIL

**B. TECHNOLOGY ABSORPTION**

- i. the efforts made towards technology absorption;
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NIL
  - (a) the details of technology imported;
  - (b) the year of import;
  - (c) whether the technology been fully absorbed;
  - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- iv. the expenditure incurred on Research and Development.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows: NIL

For and on behalf of the Board of Directors,

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.

**CODE OF CONDUCT**

As per Regulation 26(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 all members of the Board & Senior Management Personnel have affirmed compliance with the code of conduct for the year ended 31<sup>st</sup>March 2020.

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.

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Form No.MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31<sup>st</sup>March, 2020

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

- i) Corporate Identity Number (CIN) : **L65191TN1994PLC029073**
- ii) Registration Date: : **27<sup>th</sup>October,1994**
- iii) Name of the Company: : **BETALA GLOBAL SECURITIES LIMITED**
- iv) Category/ Sub-Category of the : **PUBLIC/ LISTED COMPANY**  
Company
- v) Address of the registered office : **NO-24,REVANIER ST,SOWCARPET,**  
and contact details **CHENNAI, TAMILNADU- 600079**
- vi) Whether listed company : Yes - Bombay Stock Exchange (BSE)
- vii) Name, Address and Contact details of : **SHAREX DYNAMIC INDIA PVT LTD.**  
Registrar and Transfer Agent, if any 17/B, Dena Bank Bldg., 2nd Floor,  
Horniman, Circle, Fort, Mumbai-400001.  
Telephone: 022-22702485,  
Fax: 022-22641349

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

**All the business activities contributing 10% or more of the total turnover of the company shall be stated:-**







<b>SUB - TOTAL (B)(1)</b>	-	-	-	-	-	-	-	-	-
<b>NON-INSTITUTIONS</b>									
BODIES CORPORATE	90092	75	90567	6.59	90092	75	90567	6.59	-
INDIVIDUALS -	-	-	-	-	-	-	-	-	-
I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 2 LAKH	641457	85041	726498	52.84	641457	85041	726498	52.84	-
II INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 2LAKH	361238	-	361238	26.27	361238	-	361238	26.27	-
QUALIFIED FOREIGN INVESTOR	-	-	-	-	-	-	-	-	-
ANY OTHER									
CLEARING MEMBERS	825	-	825	0.06	825	-	825	0.06	-
TRUSTS	6250	-	6250	0.45	6250	-	6250	0.45	
HINDU UNDIVIDED FAMILIES	24300	-	24300	1.77	24300	-	24300	1.77	-
NON RESIDENT INDIANS	20282	-	20282	1.48	20282	-	20282	1.48	-
OTHERS	-	-	-	-	-	-	-	-	-
<b>SUB - TOTAL (B)(2)</b>	11730384	86016	1256400	91.37	11730384	86016	1256400	91.37	-
<b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>	11730384	86016	1256400	91.37	11730384	86016	1256400	91.37	-
<b>TOTAL (A)+(B)</b>	1288984	86016	1375000	100.00	1288984	86016	1375000	100.00	-
<b>SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED</b>									
PROMOTER AND PROMOTER GROUP	-	-	-	-	-	-	-	-	-
PUBLIC	-	-	-	-	-	-	-	-	-
<b>TOTAL CUSTODIAN (C)</b>	-	-	-	-	-	-	-	-	-
<b>GRAND TOTAL (A)+(B)+(C)</b>	1288984	86016	1375000	100.00	1288984	86016	1375000	100.00	-

**(ii) Shareholding of Promoters**

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Roop Chand Betala	118600	8.63	-	118600	8.63	-	-

**(iii) Change in Promoters' Shareholding (please specify, if there is no change)**

There is no Change in Shareholding

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):**

**Shareholding of Directors and Key Managerial Personnel:**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Roop Chand Betala</b>				
	At the beginning of the year 01-Apr-2019	118600	8.63	118600	8.63
	At the end of the Year 31- Mar-2020	118600	8.63	118600	8.63

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
<b>Change in Indebtedness during the financial year</b>				
Addition	-	-	-	-
Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of				Total Amount
		MD/	WTD/	Manager		
1.	Gross salary Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 Value of perquisites u/s 17(2) Income-tax Act, 1961 Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	N.A.

### B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of				Total Amount
		Directors				
	Independent Directors Fee for attending board / committee meetings Commission Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
	Other Non-Executive Directors	-	-	-	-	-

	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	<b>N.A.</b>

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors of  
**BETALA GLOBAL SECURITIES LIMITED,**

Date: 29<sup>th</sup> June 2020

Place: Chennai

**ROOP CHAND BETALA**

Chairman.



# ***Khushbu Shah***

***Practising Company Secretary***

3/65, Raichand Niwas, S.K.Bole Road, Near Agar Bazar, Mumbai -400028.

Mobile-8879883105

e-mail- [cskhushbu87@gmail.com](mailto:cskhushbu87@gmail.com)

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FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March 2020

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,

The Members,

BETALA GLOBAL SECURITIES LIMITED,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BETALA GLOBAL SECURITIES LIMITED, (hereinafter called the Company). Secretarial Audit was conducted based on records made available to us, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion/understanding thereon.

1. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we, on strength of those records, and information so provided, hereby report that in our opinion and understandings, the company, during the audit period covering the financial year ended on 31<sup>st</sup> March 2020, appears to have complied with the statutory provisions listed hereunder and also in our limited review, the Company has proper and required Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes' book, forms and returns filed and other records maintained by the Company and made available to us, for the financial year ended on 31<sup>st</sup> March 2020 according to the applicable provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992('SEBI ACT'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- *Not applicable as the Company has not granted any Options to its employees during the financial year under review;*
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- *Not applicable as the Company has not issued any debt securities during the financial year under review;*
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- *Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;*
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- *Not applicable as the Company has not delisted/ propose to delist its shares from any stock exchange during the financial year under review;*

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - *Not applicable as the Company has not bought back/ propose to buyback any of its securities during the financial year under review.*

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2);
- ii) The Listing Agreement entered into by the Company with BSE Limited in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the period under review, trading of company's scrip at the Bombay Stock Exchange has been suspended due to procedural reasons and penal reasons. The Company appears to have complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., mentioned above except the following: Non-appointment of Internal Auditor; Non-appointment of Key Managerial Personnel (KMP) in accordance with section 203 of the Companies Act, 2013; Non-appointment of Company Secretary as compliance officer as per SEBI (LODR) Regulations; Non-submission of annual disclosure of promoter's shareholding and voting rights with the stock exchange under Regulation 30(1) and 30(2) - SEBI Takeover Regulations.

We further report that, subject to the above, the related documents that we have come across depict that, there are four directors on the Board which include three independent directors and one executive/CEO/Promoter director. All directors stood disqualified for non-filing of financial statements for three years under section 164(2) of the Companies Act, 2013. The Company has obtained a stay from the Hon'ble High Court of Madras at Chennai.

Adequate notice, agenda and detailed note are given to all directors to schedule the board meetings in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. During the period, under review, all decisions were carried unanimously, and all directors' views have been captured and recorded as part of the minutes.

We further report that, based on our limited review there appear adequate systems and processes in the Company whereas the same are yet to commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period, no special business was transacted.

We further report that, our Audit was subjected only to verifying adequacy of systems and procedures that are in place for ensuring proper compliance by the Company and we are not responsible for any lapses in those compliances on the part of the Company.

Sd/- \_\_\_\_\_

Khushbu Shah

Practising Company Secretary

Membership No.:31427

C.P.No.: 16006

Date: 29<sup>th</sup> June, 2020

Place: Mumbai

[This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.]

# ***Khushbu Shah***

***Practising Company Secretary***

3/65, Raichand Niwas, S.K.Bole Road, Near Agar Bazar, Mumbai -400028.

Mobile-8879883105

e-mail- [cskhushbu87@gmail.com](mailto:cskhushbu87@gmail.com)

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Annexure A

To,  
The Members,  
BETALA GLOBAL SECURITIES LIMITED.

Sub.: Secretarial Audit of BETALA GLOBAL SECURITIES LIMITED for the financial year ended 31<sup>st</sup> March 2020.

This letter forms integral part of our secretarial audit report dated 29<sup>th</sup> June, 2020

1. Management's Responsibility:

It is the responsibility to maintain secretarial record by the Company and devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. Auditor's Responsibility:

- a. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
- b. The Compliance of the provisions of corporate and other applicable laws, rules and regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- c. We believe that audit evidence and information obtained from the Company's management is reasonably adequate and appropriate to provide a reasonable basis for our opinion.
- d. We have not verified the correctness and appropriateness of financial records and books of accounts and other such information/records of the Company, which were outside our agreed scope.
- e. We have obtained necessary Management representations about the compliance of laws, rules and regulations and other relevant corporate actions, etc.,

3. Disclaimer:

The Secretarial Audit is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/- \_\_\_\_\_

Khushbu Shah

Practising Company Secretary

Membership No.:31427

C.P.No.: 16006

Date: 29/06/2020

Place: Mumbai

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF BETALA GLOBAL SECURITIES LIMITED**

#### **Report on the Audit of the Standalone Financial Statements**

##### **Opinion**

We have audited the accompanying standalone financial statements of Betala Global Securities Ltd (“the Company”), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

##### **Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

##### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law

or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The company does not have any pending litigation which would impact its financial position.
  - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

*For Lily & Geetha Associates*  
*Chartered Accountants*  
Firm's Registration number: 006982S

Mathy Sam  
Partner  
Membership number: 206624

Place: Chennai  
Date : 29.06.2020  
UDIN :

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Betala Global Securities Limited of even date)

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **BETALA GLOBAL SECURITIES LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

## **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

*For Lily & Geetha Associates*  
*Chartered Accountants*  
Firm's Registration number: 0069825

Mathy Sam  
Partner  
Membership number:206624

Place: Chennai  
Date : 29.06.2020  
UDIN :

## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Betala Global Securities Limited of even date)**

- I. The company does not have any fixed assets, hence clause (a), (b) & (c) are not applicable.
- II. The Company does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable.
- III. As informed to us, the company has not granted any loans, secured or unsecured to the companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Hence clause (a) (b) & (c) are not applicable.
- IV. *The Company has given loans, made investments, and not given any guarantee or security. In respect of such loans and investments the provisions of section 185 & 186 of the Companies act 2013, have not been complied in respect of the loan outstanding is exceeding the prescribed percentage under the above section.*
- V. The company has not accepted any deposits.
- VI. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013, for the company.
- VII. A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, GST, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities, wherever applicable.  
  
B) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March 2020 for a period of more than six months from the date they became payable.
- VIII. The company has not defaulted in repayment of dues to financial institutions or banks and Government during the year. There have been no outstanding dues to debenture holders.
- IX. During the year company has not raised any money through Initial Public Offer or further Public Offer. The Company has not availed any term loan.
- X. Based upon the audit procedures performed for the purpose of reporting true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on the Company by its officers or employees has been noticed or reported during the year.
- XI. Managerial Remuneration has not been paid/provided.
- XII. Company is not a Nidhi Company.

- XIII. There are no transactions with the related parties during the year.
- XIV. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- XV. The company has not entered into any non-cash transactions with directors or persons connected with him.
- XVI. *The company is required to be registered under section 45-I of the Reserve Bank of India Act, 1934 and the registration has not been obtained.*

*For Lily & Geetha Associates*  
*Chartered Accountants*  
Firm's Registration number: 006982S

Mathy Sam  
Partner  
Membership number: 206624

Place: Chennai  
Date: 29.06.2020  
UDIN :

BETALA GLOBAL SECURITIES LIMITED			
CIN : U65191TN1994PLC029073			
Regd. Office:#24,REVANIER STREET, CHENNAI - 600 003			
Balance Sheet			
As at 31st March 2020			
			<i>In Rupees</i>
Particulars	Note	As at 31-Mar-20	As at 31-Mar-19
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment		-	-
(b) Intangible assets		-	-
(d) Financial Assets			
(i) Investments	4	2,19,000.00	39,73,021.00
(ii) Other financial Assets	5	-	-
(e) Deferred tax assets (net)		-	-
(f) Other non-current assets		-	-
<b>Total Non Current Assets (I)</b>		<b>2,19,000.00</b>	<b>39,73,021.00</b>
<b>Current assets</b>			
(a) Inventories		-	-
(b) Financial Assets			
(i) Trade receivables		-	-
(ii) Cash and cash equivalents	7.1	18,126.54	88,242.56
(iii) Bank balances other than (iii) above	7.2	-	-
(iv) Other financial Assets	5	1,05,10,518.00	72,80,466.00
(c) Other current assets	6	53,311.00	1,61,689.00
<b>Total Current Assets (II)</b>		<b>1,05,81,955.54</b>	<b>75,30,397.56</b>
<b>Total Assets (I+II)</b>		<b>1,08,00,955.54</b>	<b>1,15,03,418.56</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	8	1,37,50,000.00	1,37,50,000.00
(b) Other Equity	9	(32,95,044.46)	(31,51,461.44)
<b>Total Equity (I)</b>		<b>1,04,54,955.54</b>	<b>1,05,98,538.56</b>
<b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)		-	-
<b>Total Non Current Liabilities (II)</b>		-	-
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities		-	-
(b) Other current liabilities	10	3,46,000.00	9,04,880.00
(c) Provisions		-	-
<b>Total Current Liabilities (III)</b>		<b>3,46,000.00</b>	<b>9,04,880.00</b>
<b>Total Equity and Liabilities (I)+(II)+(III)</b>		<b>1,08,00,955.54</b>	<b>1,15,03,418.56</b>
Notes forming part of the financial statements & standard			
Accounting Policies			
As per our report attached			
for Lily & Geetha Associates		for and on behalf of the Board of Directors	
Chartered Accountants			
Mathy Sam	Roop Chand Betala	Sasikumar	
Partner	Chairman	Independent Director	
MRN :206624			
Rajiv Udani			
Independent Director			
Place : Chennai			
Date : 29.06.2020			



**BETALA GLOBAL SECURITIES LIMITED**

CIN : U65191TN1994PLC029073

Regd. Office:#24,REVANIER STREET, CHENNAI - 600 003

**Statement of Profit & Loss**

for the year ended 31st March 2020

(In Rupees)

Particulars	Note	31-Mar-20	31-Mar-19
I) Revenue from Operations			
II) Other Income	11	28,64,744.00	4,94,543.00
<b>III) Total Revenue (I + II)</b>		<b>28,64,744.00</b>	<b>4,94,543.00</b>
<b>IV) Expenses</b>			
Employee benefits expenses	12	84,500.00	78,000.00
Finance Costs		-	-
Depreciation and amortization expenses		-	-
Other expenses	13	20,46,602.02	5,04,238.65
<b>Total Expenses (IV)</b>		<b>21,31,102.02</b>	<b>5,82,238.65</b>
<b>V) Profit Before Exceptional Item Tax (III-IV)</b>		<b>7,33,641.98</b>	<b>(87,695.65)</b>
Exceptional Item		-	-
<b>VI) Profit Before Tax</b>		<b>7,33,641.98</b>	<b>(87,695.65)</b>
Share of Profit from Associates			
<b>VII) Tax Expense:</b>	14		
(1) Current tax		-	-
For earlier years		70,400.00	
Less: MAT credit entitlement		-	-
(2) Deferred tax			-
<b>Total Tax Expense</b>		<b>70,400.00</b>	<b>-</b>
<b>VIII) Profit/(Loss) for the period (VI-VII)</b>		<b>6,63,241.98</b>	<b>(87,695.65)</b>
<b>IX) Other Comprehensive Income</b>			
(i) Items that will not be reclassified to statement of profit or loss			
(a) Fair Value of Equity through OCI		(8,06,825.00)	(13,81,750.00)
<b>Total Comprehensive Income</b>		<b>(1,43,583.02)</b>	<b>(14,69,445.65)</b>
<b>Earnings per equity (Rs.10 each) on Profit for the year (VII)</b>			
-Basic	15	0.48	(0.06)
-Diluted		0.48	(0.06)
<b>Weighted Average equity shares used in computing earning per share</b>			
-Basic		13,75,000	13,75,000
-Diluted		13,75,000	13,75,000
Notes forming part of the financial statements & standard Accounting Policies			

As per our report attached  
for Lily & Geetha Associates  
Chartered Accountants

for and on behalf of the Board of Directors

Mathy Sam  
Partner  
Membership No:206624

Roop Chand Betala  
Chairman

Sasikumar  
Independent Director

Rajiv Udani  
Independent Director

Place : Chennai  
Date : 29.06.2020

**BETALA GLOBAL SECURITIES LIMITED**

CIN : U65191TN1994PLC029073

Regd. Office:#24,REVANIER STREET, CHENNAI - 600 003

**Cash Flow Statement**

for the year ended 31st March 2020

In Rupees

Particulars	31-Mar-20	31-Mar-19
<b>A. Cash Flow From Operating Activities:</b>		
<b>Net profit before taxation and Extraordinary items</b>	7,33,641.98	(87,695.65)
<b>Adjustments for:</b>		
Depreciation	-	-
(Profit)/Loss on sale of Investments	(23,26,660.00)	(14,000.00)
Interest Expenses	-	-
Interest Received	(5,38,084.00)	(4,80,543.00)
Dividened Received	-	-
Rental Income	-	-
<b>Operating profit before working capital changes</b>	<b>(21,31,102.02)</b>	<b>(5,82,238.65)</b>
<b>Movements in working capital:</b>		
<b>Adjustments for</b>		
(Increase)/Decrease in Sundry Debtors and other receivable	-	-
(Increase)/Decrease in Loans & Advances	(31,21,674.00)	(4,70,863.00)
(Increase)/Decrease in Inventories	-	-
(Increase)/Decrease in Payables & Others	-	-
Increase/(Decrease) in Current Liabilites	(5,58,880.00)	4,42,726.00
<b>Cash generated from operations</b>	<b>(58,11,656.02)</b>	<b>(6,10,375.65)</b>
Direct taxes paid (net of refunds)	(70,400.00)	-
<b>Cash flow before extraordinary items</b>	<b>(58,82,056.02)</b>	<b>(6,10,375.65)</b>
Extraordinary item	-	-
<b>Net cash from operating activities</b>	<b>(58,82,056.02)</b>	<b>(6,10,375.65)</b>
<b>B. Cash Flow From Investing Activities</b>		
Purchase of fixed assets	-	-
Sale of fixed assets	-	-
Sale/(Purchase) of investments	52,73,856.00	1,90,000.00
Interest received	5,38,084.00	4,80,543.00
Dividened Received	-	-
Rental Income	-	-
<b>Net cash used in investing activities</b>	<b>58,11,940.00</b>	<b>6,70,543.00</b>
<b>C. Cash Flows From Financing Activities</b>		
Proceeds of Capital	-	-
Repayment of long term borrowings	-	-
Proceeds of short term borrowings	-	-
Interest paid	-	-
<b>Net cash from financing activities</b>	<b>-</b>	<b>-</b>
Net Increase In Cash And Cash Equivalents (A+B+C)	(70,116.02)	60,167.35
Cash and cash equivalents at the beginning of the year	88,242.56	28,075.21
Cash and cash equivalents at the end of the year	18,126.54	88,242.56
	(0.00)	-

As per our report attached  
for Lily & Geetha Associates  
Chartered Accountants

for and on behalf of the Board of Directors

Mathy Sam  
Partner  
Membership No:206624

Roop Chand Betala  
Chairman

Sasikumar  
Independent Director

Rajiv Udani  
Independent Director

Place : Chennai  
Date : 29.06.2020

# BETALA GLOBAL SECURITIES LIMITED

## Statement of changes in Equity for the year ended 31st March, 2020

<b>a) Equity Share Capital</b>			(In Rupees)		
<b>Equity Shares of Rs.10/- each issued, subscribed and fully paid</b>			<b>No. of Shares</b>	<b>Value</b>	
<b>Balance as at April 1, 2018</b>			1375000	<b>1,37,50,000.00</b>	
Changes in equity share capital during the year, 2018-19					
<b>Balance as at March 31, 2019</b>			1375000	<b>1,37,50,000.00</b>	
Changes in equity share capital during the year, 2019-20					
<b>Balance as at March 31, 2020</b>			1375000	<b>13,75,000.00</b>	
<b>b) Other Equity</b>			(In Rupees)		
<b>Particulars</b>			<b>Retained Earnings OCI</b>	<b>Retained Earnings</b>	<b>Total</b>
<b>(a) Balance as at April 1, 2018</b>			(16,49,985.00)	(32,030.79)	(16,82,015.79)
(b) Profit for the year			(13,81,750.00)	(87,695.65)	(14,69,445.65)
(c) Other Comprehensive income for the year, net of income tax					
<b>(d) Total Comprehensive income for the year (b)+(c)</b>			(13,81,750.00)	(87,695.65)	(14,69,445.65)
<b>(e) Balance as at March 31, 2019(a)+(d)</b>			(30,31,735.00)	(1,19,726.44)	(31,51,461.44)
(f) Profit for the year			(8,06,825.00)	6,63,241.98	(1,43,583.02)
(g) Other Comprehensive income for the year, net of income tax					
<b>(h) Total Comprehensive income for the year (f)+(g)</b>			(8,06,825.00)	6,63,241.98	(1,43,583.02)
<b>(i) Balance as at March 31, 2020 (e)+(h)</b>			(38,38,560.00)	5,43,515.54	(32,95,044.46)
As per our report attached					
for Lily & Geetha Associates		for and on behalf of the Board of Directors			
Chartered Accountants					
Mathy Sam	Roop Chand Betala	Sasikumar		Rajiv Udani	
Partner	Chairman	Independent Director		Independent Director	
Membership No:206624					
Place : Chennai					
Date : 29.06.2020					

<b>Note 4 Investments</b>				
				(In Rupees)
Particulars	31-Mar-20	31-Mar-19	31-Mar-20	31-Mar-19
	No of Shares	No of Shares	Amount	Amount
Instruments at Fair Value Through Other Comprehensive Income [FVTOCI]	-			
Investment in Equity Instruments - Equity Shares				
Fully Paid - Quoted Trade		-		-
Advent Computer Services Ltd		600	-	1,446.00
Ambe Hotel & Resorts Ltd		1,03,800	-	51,900.00
Acquaint Export Ltd		18,800	-	18,800.00
BSL Ltd		10,500	-	66,500.00
Cethar Industries Ltd		23,500	-	10,500.00
Chamanlal Sethia Exports		2,00,000	-	19,79,875.00
J.G.Foundry Ltd		1,00,000	-	13,800.00
L.N.Polyester Ltd	10,000	10,000	2,19,000.00	2,19,000.00
Saravraya Textiles Ltd		1,50,000	-	10,000.00
Tamilnadu Finance Ltd		18,000	-	75,000.00
Trans India Ltd		8,200	-	18,000.00
Unity Argotech Industries Ltd		60,000	-	8,200.00
Virgo Polymers (I) Ltd		1,75,000	-	15,00,000.00
<b>Total</b>	-	-	<b>2,19,000.00</b>	<b>39,73,021.00</b>
Aggregate amount of quoted investments	-		2,19,000.00	39,73,021.00
<b>Market Value of the Quoted Investments</b>	-		<b>2,19,000.00</b>	<b>39,73,021.00</b>
<b>Note 5 Other Financial Assets</b>				
				(In Rupees)
Particulars	31-Mar-20		31-Mar-19	
	Non Current	Current	Non Current	Current
Other Advances	-	1,05,10,518.00	-	72,80,466.00
<b>Total</b>	-	<b>1,05,10,518.00</b>	-	<b>72,80,466.00</b>
<b>Note 6 Other Current Assets</b>				
				(In Rupees)
Particulars	31-Mar-20		31-Mar-19	
	Non Current	Current	Non Current	Current
Income Tax	-	53,311.00	-	1,61,689.00
<b>Total</b>	-	<b>53,311.00</b>	-	<b>1,61,689.00</b>

<b>Note 7 Cash and Cash Equivalents</b>				
				(In Rupees)
<b>Particulars</b>		<b>31-Mar-20</b>		<b>31-Mar-19</b>
<b>7.1 Balances with Banks</b>				
In Current Accounts		572.79		70,488.81
Cash on hand		17,553.75		17,753.75
<b>Total (i)</b>		<b>18,126.54</b>		<b>88,242.56</b>
<b>7.2 Other Bank Balance other than above</b>				
<b>Total (ii)</b>		-		-
<b>Total (i)+(ii)</b>		<b>18,126.54</b>		<b>88,242.56</b>
<b>Note 8 Equity Share Capital</b>				
				(In Rupees)
<b>Particulars</b>		<b>31-Mar-20</b>		<b>31-Mar-19</b>
<b>Authorised Share Capital</b>				
60,00,000 Equity Shares of Rs. 10/- each		6,00,00,000.00		6,00,00,000.00
<b>Issued, Subscribed and Paid up</b>				
13,75,000 Equity Shares of Rs. 10/- each		1,37,50,000.00		1,37,50,000.00
<b>Total</b>		<b>1,37,50,000.00</b>		<b>1,37,50,000.00</b>
<b>8.1 Reconciliation of Shares outstanding at the beginning and at the end of reporting period</b>				
				(In Rupees)
<b>Particulars</b>		<b>31-Mar-20</b>		<b>31-Mar-19</b>
At the beginning of the year		13,75,000		13,75,000
Add: Share issued during the year				-
At the end of the year		<b>13,75,000</b>		<b>13,75,000</b>
a) The company has issued only one class of equity shares having a par value of Rs.10/- per share.Each holder of equity share is entitled to one vote per share.				
<b>8.2 Details of Shareholders holding more than 5% shares in the company</b>				
				(In Rupees)
<b>Particulars</b>	<b>31-Mar-20</b>		<b>31-Mar-19</b>	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Roop Chand Betala	1,18,600	8.63%	1,18,600	8.63%
Chhotalal Ramjibhai Bhanderi	84,552	6.15%	84,552	6.15%
<b>Note 9 Other Equity</b>				
				(In Rupees)
<b>Particulars</b>		<b>31-Mar-20</b>		<b>31-Mar-19</b>
Retained Earnings		(32,95,044.46)		(31,51,461.44)
<b>Total</b>		<b>(32,95,044.46)</b>		<b>(31,51,461.44)</b>
<b>9.1 Retained Earnings</b>				
				(In Rupees)
<b>Particulars</b>		<b>31-Mar-20</b>		<b>31-Mar-19</b>
Balance at the beginning of the year		(31,51,461.44)		(16,82,015.79)
Add: Profit for the year		(1,43,583.02)		(14,69,445.65)
<b>Balance at the end of the year</b>		<b>(32,95,044.46)</b>		<b>(31,51,461.44)</b>

<b>Note 10 Other current liabilities</b>		
		(In Rupees)
<b>Particulars</b>	<b>31-Mar-20</b>	<b>31-Mar-19</b>
Expenses Payables	3,46,000.00	9,04,880.00
<b>Total</b>	<b>3,46,000.00</b>	<b>9,04,880.00</b>
<b>Note 11 Other Income</b>		
		(In Rupees)
<b>Particulars</b>	<b>31-Mar-20</b>	<b>31-Mar-19</b>
Interest Received	5,38,084.00	4,80,543.00
Profit on Sale of Investments	23,26,660.00	14,000.00
<b>Total</b>	<b>28,64,744.00</b>	<b>4,94,543.00</b>
<b>Note 12 Employee Benefits Expense</b>		
		(In Rupees)
<b>Particulars</b>	<b>31-Mar-20</b>	<b>31-Mar-19</b>
Salaries, Wages, Bonus, Exgratia etc	84,500.00	78,000.00
<b>Total</b>	<b>84,500.00</b>	<b>78,000.00</b>
<b>Note 13 Other Expenses</b>		
		(In Rupees)
<b>Particulars</b>	<b>31-Mar-20</b>	<b>31-Mar-19</b>
Audit Fees	1,18,000.00	1,18,000.00
Advertisement Expenses	67,520.00	65,478.00
General Expenses	-	-
Service Charges	-	-
Consultancy Charges	1,30,000.00	1,60,000.00
Postage & Telephone Charges	8,686.02	23,349.00
Demat Charges	5,000.00	14,801.65
Registrar Expenses	27,140.00	91,571.00
Bank Charges	1,239.00	472.00
Travelling & Conveyance	11,764.00	-
Printing & Stationery	-	6,804.00
Rates & Taxes	3,27,253.00	23,763.00
Bad Debts	13,50,000.00	-
<b>Total</b>	<b>20,46,602.02</b>	<b>5,04,238.65</b>
<b>Payment to Auditors</b>		
<b>As Auditor</b>		
For Audit Fee	1,18,000.00	1,18,000.00
<b>Total</b>	<b>1,18,000.00</b>	<b>1,18,000.00</b>

<b>Note 14 Income tax relating to continuing operations</b>		
		(In Rupees)
Particulars	31-Mar-20	31-Mar-19
<b>Profit before tax</b>	7,33,641.98	(87,695.65)
<b>Enacted tax rates in India</b>	26.000%	25.750%
Income tax expenses calculated	1,90,747.00	(22,582.00)
<b>Adjustment on account of brought Forward Loss</b>		9,313.00
In View of prudence deferred Tax Asset Not considered	22,801.00	
<b>Total</b>	<b>2,13,548.00</b>	<b>(31,895.00)</b>
<b>Note 15 Earnings Per Share</b>		
In terms of Ind AS-33 on "Earning Per Share" the calculation of EPS is given below:-		(In Rupees)
Particulars	31-Mar-20	31-Mar-19
Profit as per the Statement of Profit & Loss	6,63,241.98	(87,695.65)
Profit Available for Equity Shareholders	6,63,241.98	(87,695.65)
Weighted Average number of Equity Shares outstanding during the year	13,75,000	13,75,000
Nominal Value of Equity Shares (Rs.)	1,37,50,000.00	1,37,50,000.00
Basic and Diluted Earnings per Share (EPS)	0.48	(0.06)
<b>Note 16 Contingent Liabilities &amp; Commitments</b>		
Particulars	31-Mar-20	31-Mar-19
<b>A. Contingent Liabilities</b>		
a) No Provision is considered necessary for disputed income tax, sales tax, service tax, excise duty and customs duty demands which are under Various stages of appeal proceedings as given below	-	-
i. Income tax Act, 1961	-	-
ii. Central Sales Tax Act, 1956 & Local Sales Tax laws of various states	-	-
iii. Central Excise Act, 1944	-	-
iv. Service Tax Act, 1994	-	-
In respect of the above demands disputed by the Company, appeals filed are pending before respective appellate authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decision of the appellate authorities and the Company's rights for future appeals. No reimbursement expected.		
<b>B. Commitments :</b>		
Estimated amount of contracts remaining to be executed (net of advance) :	-	-
i. Towards Purchase of Assets	-	-
C. The company did not have any long term contracts and there were no losses on derivative contracts.	-	-
	-	-
<b>Note 17 Expenditure in Foreign Currency</b>		
Particulars	31-Mar-20	31-Mar-19
Value of Imports (CIF Value Basis)	-	-
Foreign Travel Expenses	-	-
<b>Note 18 Related Party Disclosures</b>		
<b>Listed of Related Parties</b>		
Related party relationships are as identified by the Management and relied upon by the Auditors		
<b>Key Management Personnel</b>		
	<b>Designation</b>	
1. Roop Chand Betala	Chairman & Managing Director	
2. Rajiv Udani	Independent Director	
3. Sasikumar	Independent Director	
4. Nydia Ashley Dias	Independent Director	
<b>Other Related parties</b>		
	<b>Relation</b>	
1. Volvie Capital Management (P) Ltd	Common Directors	
There are no transactions with the related party during the year and previous year.		
<b>Note 19 Financial Instruments</b>		
<b>(i) Capital management</b>		
For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's Capital management is to maximise the shareholder value		
The Company's objective when managing capital are to		
<ul style="list-style-type: none"> <li>Safeguard their ability to continue as a going concern, so that they can continue to provide return for shareholders and benefits for other stakeholders and</li> <li>Maintain an optimal capital structure to reduce the weighted average cost of capital.</li> </ul>		
In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares, or sell non-core assets to reduce the debt.		
<b>Debt to Equity ratio</b>		
Particulars	31-Mar-20	31-Mar-19
Debt	-	-
Equity	1,04,54,956	1,05,98,539
Debt to Equity ratio	-	-
<b>(ii) Categories of financial instruments</b>		
Particulars	31-Mar-20	31-Mar-19
<b>A. Financial assets</b>		
<b>Measured at fair value through Profit or Loss (FVTPL) - Mandatorily measured:</b>		
- Equity and other investments	-	-
<b>Measured at Amortised cost</b>		
- Cash and bank balances	18,126.54	88,242.56
- Other financial assets	1,05,10,518.00	72,80,466.00
<b>Measured at fair value through Other Comprehensive Income (FVTOCI)</b>		
- Investments in equity instruments designated upon initial recognition	2,19,000.00	39,73,021.00
<b>Measured at cost</b>		
- Investments in Equity instruments in subsidiaries, joint ventures and associate	-	-
<b>B. Financial liabilities</b>		
Measured at amortised cost (including trade payable balances)	3,46,000.00	9,04,880.00

# BETALA GLOBAL SECURITIES LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2020

### 1. Corporate information

Betala Global Securities (the 'Company') is a public limited company and incorporated in India under the provisions of the Companies Act. Its shares are listed on BSE Ltd in India. The registered office of the company is located at Chennai, India.

The Standalone financial statements were approved for issue by the Board of Directors on 29.06.2020.

### 2. Application of new and revised Ind AS

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015. The Financial statements have been prepared under the historical cost basis, except for the following assets & liabilities which has been measured at fair value, (i) Quoted Investments in Equity Shares. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Company's management evaluates all recently issued or revised accounting standards on an on-going basis. The financial statements are presented in Indian Rupees ('INR'). Where changes are made in presentation, the comparative figures of the previous year are regrouped and re-arranged accordingly.

### 3. Significant accounting policies

#### 3.1 Basis of preparation and presentation

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

#### 3.2 Use of estimates

In Preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements are made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment are reviewed on an ongoing basis.



### **3.3 Inventories**

The Company doesn't have any inventories.

### **3.4 Cash and cash equivalents (for purposes of Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

### **3.5 Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

### **3.6 Depreciation and amortisation**

The Company doesn't have any fixed assets, hence depreciation and amortisation doesn't arise.

### **3.7 Revenue recognition/Other Income**

The company has only Interest income which is accounted on accrual basis, however on one loan account amounting to Rs.15 Lakhs interest is not received hence it is not recognised in books of account

However Management is confident of recovering the principal from the borrower.

Profit/ (Loss) on sale of investments are accounted as the difference between the sale value & cost

Dividend received if any is accounted on a receipt basis.

### **3.8 Property, Plant and Equipment (Tangible / Intangible)**

The Company doesn't have any Property, Plant & Equipment.

### **3.9 Foreign currency transactions and translations**

The Company doesn't have any foreign currency transactions.

### **3.10 Government grants, subsidies and export incentives**

The Company doesn't have any Government Grants, Subsidy & Export Incentives.

### **3.11 Investments**

The Company measures all quoted equity instruments other than in subsidiaries at fair value on initial and subsequent recognition. Changes in fair value of quoted investments in equity shares are shown as profit/loss on fair valuation of investments in Statement of Profit and Loss.

Investments that are readily realisable and intended to be held for not more than a year are classified as Current investments. All other investments are classified as Non-Current/Long-term Investments. Current investments are carried at lower of cost or market value on individual investment basis. Non-Current Investments are considered at cost, unless there is an "other than temporary" decline in value, in which case adequate provision is made for the diminution in the value of Investments.

### **3.12 Employee Benefits**

#### **A. Short-term employee benefits**

Short-term employee benefits for the services rendered by employees are recognised during the period when the services are rendered.

#### **B. Post-Employment benefits**

##### Defined contribution plan

##### Provident fund

The Company is not covered under Employees provident fund act and employee state insurance scheme.

### **3.13 Borrowings**

The company doesn't have any borrowings.

### **3.14 Borrowing costs**

As the company doesn't have any borrowings no borrowing cost is involved.

### **3.15 Segment reporting**

The accounting policies adopted for Segment reporting are in line with the accounting policies of the Company with the following additional policies:

- Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market/fair value factors.
- Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the Segment. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to Segments on a reasonable basis have been included under "Un-allocated Corporate expenses".

### **3.16 Earnings per share**

#### Basic earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of exceptional items, if any) by the weighted average number of equity shares outstanding during the year.

#### Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of exceptional items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares.

### **3.17 Taxes on income**

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability. In the View of the uncertainty of earning profits in future deferred tax asset has not been recognised.

Current and deferred tax relating to items directly recognised in reserves and not in the Statement of Profit and Loss.

### **3.18 Impairment of assets**

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

(a) an intangible asset that is not yet available for use; and (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

### **3.19 Provisions and contingencies**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements.

### **3.20 Operating Cycle**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.