

# 30<sup>th</sup> ANNUAL REPORT 2023-24

# Betala Global Securities Limited

## **BOARD OF DIRECTORS:**

Mr. Roop Chand Betala

Mr. Rajiv P Udani\*

Mr. S Sasikumar\*

Mr. Manoj Cherian Samuel#

Mr. Vikul Chander##

Ms. Purvi Amit Thapar

Chairman and Managing Director

Independent Director

Independent Director

Independent Director

Independent Director

Independent Director

\*Resigned with effect from 31<sup>st</sup> March 2024

# Mr. Manoj Samuel appointed as on 28<sup>th</sup> March 2024.

##Mr. Vikul Chander appointed with effect from 2<sup>nd</sup> April 2024.

**CHIEF FINANCIAL OFFICER:** Mr. Pranav Brahmhatt

**COMPANY SECRETARY & COMPLIANCE OFFICER:** Ms. Seema Birla (appointed with effect from 09<sup>th</sup> January 2024.)

**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. Jayesh Sheth & Co., Chartered Accountants, Mumbai

## **REGISTRAR AND TRANSFER AGENT:**

Link Intime India Pvt Ltd,

C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083.

Telephone: 022-49186270 Fax: 022-49186060

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 is hereby given that the **THIRTIETH ANNUAL GENERAL MEETING** of **BETALA GLOBAL SECURITIES LIMITED** will be held on Friday, 12<sup>th</sup> July 2024 at 10.30 A.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 2024 and the reports of the Board of Directors and Auditors thereon.

### **2. Re-appointment of retiring Director:**

To appoint a director in the place of Mr. Roop Chand Betala (DIN: 02128251) who retires by rotation and being eligible, offers himself for re-appointment.

### **3. Appointment of M/s CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S) as the Statutory Auditors of the Company for a term of 5 years:**

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Sections 139, 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and all other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to recommendations of the Audit Committee and Board of Directors, CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S), be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this 30<sup>th</sup> Annual General Meeting till the conclusion of the Annual General Meeting for the FY 2027-2028, at a remuneration as may be mutually agreed to, between the Board of Directors and auditor, plus applicable taxes, out-of-pocket expenses, travelling and other expenses (if any), in connection with the work of audit to be carried out by them.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

## **SPECIAL BUSINESS:**

### **4. To appoint Mr. Manoj Cherian Samuel (DIN: 01380629) as a Non-Executive, Independent Director.**

In this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Sections 150, 152, 160, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr. Manoj Cherian Samuel (DIN: 01380629), who was appointed by the Board of Directors, as an Additional Independent Director of the Company w.e.f. 28<sup>th</sup> March 2024 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable Rules made under the Act read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (hereinafter referred to as ‘the Listing Regulations’), Mr. Manoj Cherian Samuel (DIN: 01380629), who meets the criteria for independence as provided in Section 149 of the Act and the Listing Regulations and who has submitted a declaration to that effect and who is eligible for appointment as an Independent Director of the Company, be and is hereby appointed as the Independent Non-Executive Director not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 28<sup>th</sup> March 2024 to 27<sup>th</sup> March 2029, as set out in the Statement pursuant to Section 102 of the Act annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

### **5. To appoint Mr. Vikul Chander (DIN: 06576297) as a Non-Executive, Independent Director.**

In this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Sections 150, 152, 160, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) Mr. Vikul Chander (DIN: 06576297), who was appointed by the Board of Directors, as an Additional Independent Director of the Company w.e.f. 2<sup>nd</sup> April 2024 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** based on the recommendation of the Nomination and

Remuneration Committee and pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable Rules made under the Act read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (hereinafter referred to as 'the Listing Regulations'), Mr. Vikul Chander (DIN: 06576297), who meets the criteria for independence as provided in Section 149 of the Act and the Listing Regulations and who has submitted a declaration to that effect and who is eligible for appointment as an Independent Director of the Company, be and is hereby appointed as the Independent Non-Executive Director not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 2<sup>nd</sup> April 2024 to 1<sup>st</sup> April 2029, as set out in the Statement pursuant to Section 102 of the Act annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

**6. Appointment of M/s. CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S) as the Statutory Auditors to fill the casual vacancy caused by resignation of M/s. Jayesh Sheth & Co., Chartered Accountants, Mumbai:**

To consider and, if thought fit, to pass, the following resolution(s) as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and all other applicable provisions, if any, (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and pursuant to recommendation(s) of the Audit Committee and Board of Directors, CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S), be and are hereby appointed as Statutory Auditors of the Company from 13<sup>th</sup> June, 2024, until the conclusion of this 30<sup>th</sup> Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s. Jayesh Sheth & Co., Chartered Accountants (Firm Registration No. 119586W) at a remuneration as may be mutually agreed to, between the Board of Directors and auditors plus applicable taxes, out-of-pocket expenses, travelling and other expenses (if any), in connection with the work of audit to be carried out by them.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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

**Roop Chand Betala**  
Chairman and Managing Director  
DIN: 02128251

Date: 20<sup>th</sup> June 2024  
Place: Mumbai

Registered Office: No.24, Ravanier Street, Chennai - 600 003.  
CIN: L65191TN1994PLC029073  
www.betala.net

## NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Act setting out material facts concerning the special businesses of the Notice are annexed hereto and forms part of this Notice.
2. In accordance with the circulars issued by the MCA and SEBI, the 30<sup>th</sup> Annual General Meeting of the Company (hereinafter referred to as "AGM") is being conducted through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").
3. As the forthcoming 30<sup>th</sup> AGM will be held through VC/OAVM, the facility for appointment of proxy by the Members is not available for this AGM and hence, the Proxy form and Attendance Slip including route map are not annexed to this Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. In case of joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
6. 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 Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorised e-Voting's agency. The facility of casting votes by a Member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
7. Institutional/Corporate Members are requested to send a scanned copy (.pdf or .jpeg format) of the Board Resolution authorizing its representatives to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting at pranav@volvie.com.
8. Members may note that the Notice of AGM along with Annual Report for the Financial Year 2023-24 is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/Depositories/ Registrar and Share Transfer Agent of the Company. The same has been uploaded on the website of the Company at [www.betalala.in](http://www.betalala.in), websites of the BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). The physical copy of the Notice along with Annual Report shall be made available to the Member(s) who may request for the same in writing to the Company.
9. Members whose e-mail addresses and bank details are not registered are requested to register the same in the following manner:
  - i) Members having shares in physical mode can register their e-mail ids and bank details by sending requisite details of their holding and scan of self-certified PAN copy, Aadhaar copy and a cancelled cheque leaf bearing the name of the shareholder on the face of the cheque at [pranav@volvie.com](mailto:pranav@volvie.com).
  - ii) Members having shares in electronic mode are requested to register/update their e-mail ids and bank details with their respective Depository Participants 'DPs'.

10. The relevant details under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), is annexed.
11. The Register of Members shall remain closed from Saturday, 6<sup>th</sup> July, 2024 to Friday, 12<sup>th</sup> July, 2024 (both days inclusive) for the purpose of AGM.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under section 189 of the Act and all other documents referred to in the accompanying Notice shall be available for inspection at the commencement of the meeting and shall remain open and accessible to the Members during the continuance of the meeting upon login to CDSL e-voting system at [www.evotingindia.com](http://www.evotingindia.com).
13. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/ P/CIR/2021/655 dated 3<sup>rd</sup> November, 2021. The aforesaid communication is also available on the website of the Company.
14. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

15. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system ("remote e-Voting") will be provided by Central Depository Services (India) Limited (CDSL).

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and nonindividual shareholders in demat mode.

- (i) The remote e-Voting period commences on Tuesday, the 9<sup>th</sup> July, 2024 at 9.00 A.M and ends on Thursday, the 11<sup>th</sup> July, 2024 at 5.00 P.M. During this period, Members

of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 5<sup>th</sup> July, 2024 may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Existing users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are



	<p>providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</p>
	<p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/EasiRegistration</a></p>
	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https:// eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e- Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p>
	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (iv) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders & physical shareholders.**
1. The shareholders should log on to the e-Voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
  2. Click on "Shareholders" module.
  3. Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID
    - b. For NSDL: 8 character DP ID followed by 8 digits Client ID.
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  4. Next enter the Image Verification as displayed and Click on Login.
  5. If you are holding shares in dematerialized form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.
  6. If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/MCS Share Transfer Agent Limited or contact Company/ RTA.</li> </ul>

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account with the depository or in the Company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend bank details fields as mentioned in instruction (iv).</li> </ul>
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- (v) After entering the details appropriately click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (vii) For Shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Company Name i.e. Betala Global Securities Limited on which you choose to vote.
- (ix) 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 you assent to the Resolution and Option “NO” implies you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, which you have decided to vote on; then click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “O.K.” else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolutions, you will not be allowed to modify your vote any further.
- (xiii) You can also take out print of the voting done by you by clicking on “Click hereto print” option on the Voting Page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) Facility for Non -Individual Shareholders & Custodians- Remote Voting:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **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 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 have been 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 authorised signatories who are authorised to vote, to the Scrutinizer and to the Company at the email address **viz; pranav@volvie.in**, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

16. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through Zoom Application. Shareholders may access the same on 12<sup>th</sup> July 2024, 10:30 AM using below link: <https://us02web.zoom.us/j/9821578313?omn=83935592032> & no password required respectively through smart phone or laptop, connected through broadband.
- b. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- c. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- d. Shareholders are encouraged to join the Meeting through Laptops/ IPads for better experience.
- e. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- f. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio and video loss due to fluctuation in their respective network. It is, therefore, recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- g. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at **pranav@volvie.in** Those shareholders who do not wish to speak at the AGM but have queries may send their queries seven days in advance prior to meeting mentioning their name, demat account number/folio number, e-mail id, mobile number at **pranav@volvie.in** These queries will be replied to by the Company suitably by e-mail, if remained unattended in AGM.
- h. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- i. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their votes 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.

- j. 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 Q meeting.
17. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES
1. For Physical shareholders- 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), AADHAR (self- attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
  2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
  3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800 22 55 33.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call toll free no. 1800 22 55 33. 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.
18. The Members can join the AGM in the VC/OAVM mode 30 minutes before and within 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
19. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend the AGM/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
20. Priya Shah (CP No. 21827), Proprietor of Priya Shah & Associates, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit his Consolidated Report after the conclusion of AGM on the total votes cast in favour or against the resolutions, if any, to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same and declare the results of the voting not later than three working days of the conclusion of AGM.

- 21.** The Results declared along with the Scrutinizer's Report shall be placed on the Company's website **www.betala.net**. The result will also be communicated to the Calcutta Stock Exchange Ltd. and on the website of CDSL **www.evotingindia.com**.
- 22.** On receipt of the requisite number of votes, the Resolutions specified in the Notice shall be deemed to have been passed on the date of the Annual General Meeting.

Appendix-2

Details as required to be furnished under the Secretarial Standard–2 para 1.2.5 and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director	Roop Chand Betala	Manoj Cherian Samuel	Vikul Chander
DIN	02128251	01380629	06576297
Date of Birth	28/05/1964	11/02/1979	11/11/1984
Age	59 years	45 years	40 years
Qualifications	Graduate	Graduate	Graduate
Nationality	Indian	Indian	Indian
Experience	30+ years of experience in Investment banking.	18+ years of experience in leadership roles in the Software Industry.	Consultant in business development, marketing, and customer relations to empower various ventures, remaining true to authenticity.
Terms and conditions of appointment/reappointment	Re-appointed for further period of Five years w.e.f. 26 <sup>th</sup> August 2020 till 25 <sup>th</sup> August 2025.	Appointed for a term of 5 (five) years w.e.f. 28 <sup>th</sup> March 2024 till 27 <sup>th</sup> March 2029.	Appointed for a term of 5 (five) years w.e.f. 2 <sup>nd</sup> April 2024 till 1 <sup>st</sup> April 2029.
Details of remuneration sought to be paid	No salary will be paid till the company makes absolute profit.		
Date of first appointment on the Board	27/10/1994	28/03/2024	02/04/2024
Shareholding in the Company	118600		
List of Directorships held in other Companies	Volvie Capital Management Private Limited and Soul Candy Beauty Concepts Private Limited	LeoCatalyst Advisors LLP	B2BEE Management Consulting Private Limited and Alliances Galore Technologies Private Limited
Committee Membership in other Company	Audit	Audit, SRC & NRC	Audit, SRC & NRC

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

The Board of Directors by passing a resolution on 28th March 2024 had appointed Mr. Manoj Cherian Samuel (DIN: 01380629) as an Additional Director of the Company and also as Independent Director, not liable to retire by rotation, for a term of 5 (five) years w.e.f. 28th March 2024 to 27th March, 2029, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Mr. Manoj Cherian Samuel (DIN: 01380629) for the office of Director.

The Company has received declaration from Mr. Manoj Cherian Samuel (DIN: 01380629) to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In terms of Regulation 25(8) of Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act, Rules and Listing Regulations for appointment as an Independent Director and he is independent of the Management of the Company.

The Company has received following documents from Mr. Manoj Cherian Samuel (DIN: 01380629):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a Director under the Act;
- (iii) Declaration that he meets the criteria of independence as provided under section 149 of the Act. The Nomination and Remuneration Committee has recommended appointment of Mr. Manoj Cherian Samuel (DIN: 01380629) as an Independent Director for a term of 5 (five) consecutive years commencing from 28th March 2024 till 27th March 2029. In the opinion of the Board of Directors, Mr. Manoj Cherian Samuel (DIN: 01380629) fulfill the conditions specified in the Act, Rules made thereunder and Listing Regulations, as amended, for his appointment as an Independent Director of the Company and that he is independent of the Management and is not disqualified to become Director under the Act.

The Board believes that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. Accordingly, the Board of Directors recommends his appointment as an Independent Director of the Company, not liable to retire by rotation.

The brief profile of Mr. Manoj Cherian Samuel (DIN: 01380629), nature of his expertise, names of Companies in which he holds Directorships, shareholding in the Company, etc. pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued



by the Institute of Company Secretaries of India is given in the Appendix-2 to the Notice convening this AGM.

The terms & conditions of his re-appointment, consent to act as Directors, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, shall be open for inspection by the Members at the Registered as well as Corporate Office of the Company during business hours on any working day of the Company up to the date of the ensuing AGM and will also be kept open at the venue of the AGM till the conclusion of the AGM.

The Board recommends the Ordinary Resolution at Item No. 4 for approval by the Members.

Mr. Manoj Cherian Samuel (DIN: 01380629) and his relatives are concerned or interested in the Resolution mentioned at Item No. 4 relating to his own appointment. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 4 of the Notice.

Item No. 5:

The Board of Directors by passing a resolution on 2<sup>nd</sup> April 2024 had appointed Mr. Vikul Chander (DIN: 06576297) as an Additional Director of the Company and also as Independent Director, not liable to retire by rotation, for a term of 5 (five) years w.e.f. 2nd April 2024 to 1st April, 2029, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Mr. Vikul Chander (DIN: 06576297) for the office of Director.

The Company has received declaration from Mr. Vikul Chander (DIN: 06576297) to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In terms of Regulation 25(8) of Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act, Rules and Listing Regulations for appointment as an Independent Director and he is independent of the Management of the Company.

The Company has received following documents from Mr. Vikul Chander (DIN: 06576297):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a Director under the Act;
- (iii) Declaration that he meets the criteria of independence as provided under section 149 of the Act. The Nomination and Remuneration Committee has recommended appointment of Mr. Vikul Chander (DIN: 06576297) as an Independent Director for a term of 5 (five) consecutive years commencing from 2nd April 2024 till 1st April 2029. In the opinion of the Board of Directors, Mr. Manoj Cherian Samuel (DIN: 01380629) fulfill the conditions specified in the Act, Rules made thereunder and Listing Regulations, as amended, for his appointment as an Independent Director of the

Company and that he is independent of the Management and is not disqualified to become Director under the Act.

The Board believes that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. Accordingly, the Board of Directors recommends his appointment as an Independent Director of the Company, not liable to retire by rotation.

The brief profile of Mr. Vikul Chander (DIN: 06576297), nature of his expertise, names of Companies in which he holds Directorships, shareholding in the Company, etc. pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given in the Appendix-2 to the Notice convening this AGM.

The terms & conditions of his re-appointment, consent to act as Directors, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, shall be open for inspection by the Members at the Registered as well as Corporate Office of the Company during business hours on any working day of the Company up to the date of the ensuing AGM and will also be kept open at the venue of the AGM till the conclusion of the AGM.

The Board recommends the Ordinary Resolution at Item No. 5 for approval by the Members.

Mr. Vikul Chander (DIN: 06576297) and his relatives are concerned or interested in the Resolution mentioned at Item No. 5 relating to his own appointment. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out at Item No. 5 of the Notice.

Item No. 6:

M/s. Jayesh Sheth & Co., Chartered Accountants, Firm registration number: 119586W, were appointed as the Statutory Auditor of the Company at the 28<sup>th</sup> AGM held on 28<sup>th</sup> July 2022 to hold the office for a period of 5 (five) years till the conclusion of the 33<sup>rd</sup> AGM to be held in the year 2027, in terms of the applicable provisions of Section 139 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules 2014. However, they have tendered resignation w.e.f. 19<sup>th</sup> June, 2024, due to pre-occupation, which has resulted into a casual vacancy in the office of the Statutory Auditors of the Company.

Their intention to step down as Statutory Auditors of the Company was received on 19<sup>th</sup> June 2024 and was duly placed before the Audit Committee and Board of Directors of the Company at their meetings held on 20<sup>th</sup> June 2024. M/s. Jayesh Sheth & Co., Chartered Accountants have confirmed to the Chairman of the Audit Committee that there were no other misgivings or reasons for resigning other than pre-occupation.

The members of the Audit Committee have taken into account the experience and expertise of CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S) and recommended them to the Board for appointment to fill casual vacancy caused by resignation of M/s Jayesh Sheth & Co., Chartered Accountants w.e.f. 20<sup>th</sup> June, 2024, until the conclusion of this 30<sup>th</sup> Annual General Meeting of the Company.

In view of the above, pursuant to the provisions of Section 139 of the Companies Act, 2013 ("the Act"), the Board of Directors of the Company, on the recommendations of the Audit Committee, at their meeting held on 20<sup>th</sup> June 2024 approved the appointment of CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S) as the Statutory Auditors of the

Company w.e.f. 20<sup>th</sup> June 2024, to fill the casual vacancy caused by the resignation of M/s Jayesh Shah & Co., Chartered Accountants, till the conclusion of this 30<sup>th</sup> Annual General Meeting of the Company, subject to the approval of the shareholders at such remuneration plus out of pocket expenses and applicable taxes, as may be mutually agreed between the Board of Directors of the Company and the Auditors. CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the requisite confirmation that, their appointment, if made by the shareholders, will be within the limits prescribed under the Act. CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S) is an Audit, Taxation and Consulting Firm with office in Chennai. They offers services ranging from Auditing, Consulting, Taxation, and Accounting. Accordingly, consent of the members is being sought for appointment of Statutory Auditors in a casual vacancy as per the proposal contained in the Resolution set out at item no. 6 of accompanying Notice.

None of the Directors / Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolution as set out at Item No. 6 of the Notice for the approval of the Members.

## BOARD'S REPORT

Dear Members,

Your directors present the 30<sup>th</sup> Annual Report together with the financial statements for the year ended 31<sup>st</sup> March 2024.

### FINANCIAL SUMMARY:

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

(Amount Rupees in Lacs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Revenue from operations	-	-
Other revenues	8.13	7.29
Total revenue	8.13	7.29
Total expenses	9.24	36.72
Profit before tax	(1.11)	(29.43)
Provision for Tax	-	-
Profit after Tax	(1.11)	(29.43)

### 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 Company has suffered loss of Rs. 1.11 Lacs against previous year loss of Rs. 29.43 lacs.

### DIVIDEND:

The Board of Directors has not recommended any dividend for the financial year 2023-24 due to inadequate profit. (Previous year: NIL).

### EXTRACT OF ANNUAL RETURN:

The Extract of Annual Return in form MGT-9 pursuant to the provisions of Section 92 read with rule 12 of the Companies (Management and Administration) Rules, 2014 is placed on the website of the Company and accessed at: [www.betala.in](http://www.betala.in).

### DEPOSITS:

During the year under review, Your Company has neither accepted/ invited any deposits from public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 nor did any deposits remain unpaid or unclaimed during the year under review.

### 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 2024.

#### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION & PROTECTION FUND:**

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

#### **SHARE CAPITAL:**

During the financial year 2023-24, there is no change in the share capital of the company.

#### **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:**

As the Company is not declaring Dividend, the requirement to transfer 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 2023-24 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.

#### **COMPLIANCE OF SECRETARIAL STANDARDS:**

The Company has in compliance with applicable Secretarial Standards issued by the Institute of Company Secretaries of India, during the financial year.

#### **CORPORATE GOVERNANCE:**

Your Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an Organization's corporate governance philosophy is directly linked to high performance. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholders.

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 crores and net worth not exceeded rupees twenty five crores, as on the last day of the previous financial year.

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

Five meetings of the Board of Directors of the Company were held during the year. The Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board from time to time. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

#### **COMMITTEES OF THE BOARD & COMMITTEE:**

**BOARD OF DIRECTORS:** As on 31<sup>st</sup> March 2024, the Board of the Company consisted of 5 Directors, Chief Financial Officer and Company Secretary. Accordingly, the composition of the Board is in conformity with Regulation 17 of the Listing Regulations.

During the financial year 2023-2024, the Board of Directors met 5 times on the following dates 27<sup>th</sup> April 2023, 19<sup>th</sup> July 2023, 9<sup>th</sup> October 2023, 9<sup>th</sup> January 2024 and 28<sup>th</sup> March, 2024.

The gap is not more than one hundred and twenty days between two consecutive meetings of the Board. The composition of the Board of Directors is summarized below as on 31<sup>st</sup> March 2024:

-

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.Rajiv Udani*	Non-executive	Independent
Mrs. Purvi Amit Thapar	Non-executive (Women)	Independent
Mr. Manoj Cherian Samuel	Non-executive	Independent

\* Resigned w.e.f. 31<sup>st</sup> March 2024

During the year none of the Directors of the Company:

- Has held or holds office as a director, including any alternate directorship, in more than twenty companies at the same time and maximum number of directorships in public companies does not exceed ten as per the provision of Section 165 of Company Act, 2013.
- Has held or holds office of directorships, including any alternate directorships in more than eight listed entities as per the provision of 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Has not serve as an independent director in more than seven listed entities and whole-time director has not serve as an independent director in not more than three listed entities.
- Is a Member of more than 10 (ten) Committees and Chairman / Chairperson of more than 5 (five) Committees across all the Indian public limited companies in which he / she is a Director.

#### AUDIT COMMITTEE:

Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The quorum, power, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The terms of reference of the committee inter alia include overseeing the Company's financial reporting process and disclosures of financial information. The responsibility of the committee inter alia is to review with the management, the consolidated and standalone quarterly/annual financial statements prior to recommending the same to the Board for its approval.

The committee reviews the reports of the internal and statutory auditors and ensures that adequate follow-up action is taken by respective auditors. The management on observations and recommendations made by the respective auditors. The Audit Committee also assures the Board about the adequate internal control procedures and financial disclosures commensurate with the size of the Company and in conformity with requirements of the new Listing Regulations. The Board has been reviewing the working of the Committee from time to time to bring about greater effectiveness in order to comply with the various requirements under the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The committee recommends to the board, the appointment or re-appointment of the statutory auditors and internal auditors of the Corporation and their remuneration. The committee and auditors discuss the nature and scope of audit and approves payment of fees for other services rendered by the statutory auditors. The committee also annually reviews with the management the performance of statutory and internal auditors of the Corporation to ensure that an objective, professional and cost-effective relationship is being maintained.

During the financial year 2023-2024, the Audit Committee of the Company met Five times on, 27<sup>th</sup> April 2023, 19<sup>th</sup> July, 2023, 9<sup>th</sup> October 2023, 9<sup>th</sup> January 2024 and 28<sup>th</sup> March, 2024.

The gap is not more than one hundred and twenty days between two Audit Committee meetings

The Composition of the Audit Committee is given herein below as on 31<sup>st</sup> March 2024:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended

Mr .S.Sasikumar*	Independent	Chairman	4	4
Mr. RajivUdani*	Independent	Member	4	4
Mr. Roop Chand Betala	Non- Independent	Member	4	4
Mr. Manoj Cherian Samuel	Independent	Member	0	0

\* Resigned w.e.f. 31<sup>st</sup> March 2024

#### NOMINATION AND REMUNERATION COMMITTEE:

The terms of reference of Nomination and Remuneration Committee include the matters specified in Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013.

The terms of reference of the committee inter alia include formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board a policy, relating to the remuneration of the directors, key managerial personnel, senior management and other employees of the Company. The committee formulates the criteria for evaluation of the Chairman, independent directors, non-executive directors, the Board as a whole and Board committee.

The committee's function includes identifying persons who are qualified to become directors of the Company, recommending their appointment or re-appointment of the existing directors to the Board, ensuring that such persons meet the relevant criteria prescribed under applicable laws including qualification, area of expertise and experience, track record and integrity and reviewing and approving the remuneration payable to the executive directors of the Company within the overall limits as approved by the shareholders.

During the year under review, the committee met 3 times. The meeting was held on 9<sup>th</sup> October, 2023, 9<sup>th</sup> January, 2024 and 28<sup>th</sup> March 2024.

The Composition of the Nomination and Remuneration Committee is given herein below as on 31<sup>st</sup> March 2024:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended
Mr. RajivUdani	Independent	Chairman	3	3
Mr. S.Sasikumar	Independent	Member	3	3
Mrs. Purvi Amit Thapar	Independent	Member	3	3
Mr. Manoj Cherian Samuel	Independent	Member	0	0

\* Resigned w.e.f. 31<sup>st</sup> March 2024

#### Performance Evaluation criteria for Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee and as approved by the Board, the performance of the individual Non-Independent Directors are evaluated annually on basis of criteria such as qualifications, experience, knowledge and competency, fulfillment of functions, ability to function as a team, initiative, availability and attendance, commitment (as a Director), contribution and integrity.

Each individual Independent Director is reviewed, based on the additional criteria of independence and independent views and judgment. Similarly, the performance of the Chairman is evaluated based on the additional criteria such as effectiveness of leadership and ability to steer



the meetings, impartiality, commitment (as Chairperson) and ability to keep shareholders' interests in mind.

The following were the criteria for evaluating performance of the Independent Directors:

- Adequate qualifications & skills to understand Corporate Culture, Business & its complexities.
- Adequate preparation for Board, Committee & General Meetings and updating knowledge of area of expertise.
- Attendance & active participation in above meetings. - Objective & constructive participation in informed & balanced decision-making.
- No abuse of position detrimental to Company's/ shareholder's interest and/or personal advantage, direct or indirect.
- Ability to monitor Management Performance and integrity of financial controls & systems.
- Active and timely execution of any tasks assigned by the Board.
- Communication in open and fair manner.
- Credibility, directions & guidance on Key issues in the best interest of Company.
- Criteria of Independence.

On the basis of feedback/ratings, the Committee evaluated the performance of the Independent Directors of the Company.

#### **REMUNERATION OF DIRECTORS:**

##### **REMUNERATION POLICY:**

The remuneration of directors is recommended by the Nomination and Remuneration Committee of the Board in line with the Remuneration Policy of the Company and approved by Board and if required are also approved by the Shareholders and/or the Central Government as the case may be.

The remuneration paid to the Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors subject to shareholders' approval in the subsequent General Meeting.

None of the Independent Directors have any pecuniary relationship with the Company other than the sitting fees received by them for attending the meeting of the Board and/or Committee thereof.

##### **STAKEHOLDERS' GRIEVANCE COMMITTEE:**

The Company has constituted a Stakeholders Relationship Committee it comprises of most independent directors. The mechanisms adopted by the terms of reference of the committee inter alia include reviewing Corporation to redress shareholder, depositor and debenture holder grievances, the status of litigations filed by/against stakeholders of the Corporation and initiatives taken to reduce the quantum of unclaimed dividends. The committee oversees adherence to service standards and standard operating procedures pertaining to investor services. The committee reviews the status of compliances with applicable corporate and securities laws.

During the year under review, the committee met 3 times on 9<sup>th</sup> October, 2023, 9<sup>th</sup> January, 2024 and 28<sup>th</sup> March, 2024. The Composition of the Stakeholders Relationship Committee is given

herein below as on 31<sup>st</sup> March 2024:

Name of the Members	Independent / Non-Independent	Position	Meetings	
			Held	Attended
Mr. S. Sasikumar	Independent	Chairman	3	3
Mr. Rajiv Udani	Independent	Member	3	3
Mr. Roop Chand Betala	Non-Independent	Member	3	3
Mr. Manoj Cherian Samuel	Independent	Member	0	0

\* Resigned w.e.f. 31<sup>st</sup> March 2024

#### **MEETING OF INDEPENDENT DIRECTORS:**

A separate meeting of the independent directors ("Annual ID Meeting") was convened on 27<sup>th</sup> April 2023, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

#### **BOARD EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013 the Board, based on the recommendation of the Nomination and Remuneration Committee has carried out an annual performance evaluation of Board of Directors, Statutory Committees and Individual Directors. The Nomination and Remuneration Committee has defined the evaluation criteria for the Performance Evaluation of the Board, its Statutory Committees and individual Directors.

#### **INDEPENDENT DIRECTORS:**

The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation. The Independent Directors have submitted their disclosure to the board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of the Companies Act, 2013 as well as SEBI (LODR) Regulations, 2015.

#### **LISTING:**

The shares of the Company are listed at the BSE Ltd. The Company has not paid the annual listing fees.

The share trading of the company is suspended due to Procedural reasons and Penal reasons

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

During the year under review,

1. Mr. Pramod Yadav resigned as Company Secretary & Compliance Officer with effect from 1<sup>st</sup> January 2024 and Ms. Seema Birla was appointed as Company Secretary and Compliance Officer with effect from 9<sup>th</sup> January 2024,
2. Mr. Manoj Cherian Samuel as an Additional Director, Non-executive Independent with

effect from 28<sup>th</sup> March 2024 and Mr. Vikul Chander as an Additional Director Non-executive Independent with effect from 2<sup>nd</sup> April 2024.

3. Mr. Sasikumar and Mr. Rajiv Udani, Non-executive Independent Directors second term of 5 years expired on 31<sup>st</sup> March 2024, so they resigned as Independent Director.

**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 - II**.

**AUDITORS:**

**Statutory Auditors:**

M/s. Jayesh Sheth & Co., Chartered Accountants, Firm registration number: 119586W, were resigned as the Statutory Auditor of the Company with effect from 19<sup>th</sup> June, 2024.

M/s. CRBS & Associates LLP, Chartered Accountants (Firm Registration No. 002957S, be and are hereby appointed as Statutory Auditors of the Company from 20<sup>th</sup> June, 2024, until the conclusion of this 30<sup>th</sup> Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s. Jayesh Sheth & Co., Chartered Accountants (Firm Registration No. 119586W) at a remuneration as may be mutually agreed to, between the Board of Directors and auditors plus applicable taxes, out-of-pocket expenses, travelling and other expenses (if any), in connection with the work of audit to be carried out by them, in terms of the applicable provisions of Section 139 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules 2014. The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. The qualification is self-explanatory given by the Auditors in their 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 M/s. Priya Shah & Associates, practicing company secretaries to undertake the Secretarial Audit of the Company for the financial year 2023-24. The Secretarial Audit Report is given as **Annexure - III** forming part of this Report.

There are few reservations or adverse remarks, or disclaimer made by the auditors in their report as follows:

Auditor's remarks	Board's comments
Non-appointment of Internal Auditor	The Company has no operations and major transactions. The Board of Directors takes steps to ensure the compliances in the coming years.
Independent Director of the Company, has not renewed/registered their name under the Independent Director's Databank	The company shall inform the Independent Directors about the same and compile the same.
Non-payment of Listing Fees	The Company has no operations and major transactions. The Board of Directors takes steps to ensure the compliances in the coming years.

Regularization of Ms. Purvi Thapar not done in the AGM and accordingly form DIR-12 also not filed.	The Board of Directors takes steps to ensure the compliances.
The company has opted for SDD software.	The Board of Directors takes steps to ensure the compliances
The Company has given loans exceeding 60% of the Paid up capital and free reserves and in respect of the same the provisions of Sec 186 are not complied with the same.	The Board of Directors takes steps to ensure the compliances

#### **COST AUDITOR:**

The Maintenance of Cost Records pursuant to Section 148(1) of the Companies Act, 2013 is not required by the Company and accordingly such accounts and records are not made and maintained by 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 2023-24 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 2023-24, 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 2023-24 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.

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 an 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 2024 and the date of the Report.

## **BUSINESS RESPONSIBILITY REPORT:**

The Business Responsibility Report for the financial year ended 31<sup>st</sup> March 2024 as stipulated under Regulation 34(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 is not applicable.

## **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

The Board has, on the recommendation of the Nomination & Remuneration Committee, adopted a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration.

The Nomination & Remuneration Committee identifies and ascertains the integrity, qualification, expertise and experience of the person for appointment as Director and ensures that the candidate identified possesses adequate qualification, expertise and experience for the appointment as a Director.

The Nomination & Remuneration Committee ensures that the candidate proposed for appointment as Director is compliant with the provisions of the Companies Act, 2013.

The candidate's appointment as recommended by the Nomination and Remuneration Committee requires the approval of the Board.

In case of appointment of Independent Directors, the Nomination and Remuneration Committee satisfies itself with regard to the independent nature of the Directors vis- à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The Nomination and Remuneration Committee ensures that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

#### **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.

#### **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.

#### **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 2023-24.

#### **DISCLOSURE RELATING TO EQUITY SHARES WITH DIFFERENTIAL RIGHTS:**

The Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

#### **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 2023-24 and expect the same in future also.

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

Date:20<sup>th</sup> June 2024  
Place: Mumbai

**ROOP CHAND BETALA**  
Chairman and Managing Director

## MANAGEMENT DISCUSSION & ANALYSIS:

### About company

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.



## Annexure II

### DETAILS OF REMUNERATION

#### Details pertaining to remuneration as required under section 197(12) read with 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 2023-24: 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:.

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: No comparison applicable as no remuneration was paid to other directors

vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company: No comparison applicable as no remuneration was paid to other directors.

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

	31.03.2024	31.03.2023
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: No comparison applicable as no remuneration was paid to other directors

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:20<sup>th</sup> June 2024

Place: Mumbai

ROOP CHAND BETALA  
Chairman and Managing Director

## Annexure II

### Form No. MR-3 SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**BETALA GLOBAL SECURITIES LIMITED**  
CIN: L65191TN1994PLC029073  
Regd. Off: No.24, Ravanier Street, Chennai - 600 003.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **BETALA GLOBAL SECURITIES LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended **March 31, 2024** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the 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 there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; [**Not applicable to the Company during the Audit period**];

- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 [**Not applicable to the Company during the Audit period**];
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 upto August 08, 2021 and thereafter the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [**Not applicable to the Company during the Audit period**];
- f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 upto August 08, 2021 and thereafter the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [**Not applicable to the Company during the Audit period**];
- g. Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. [**Not applicable to the Company during the Audit period**]
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the Audit period**); and
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit period**);

(vi) The other laws, as informed and certified by the Management of the Company there are no specific law applicable to company.

Note: I have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliance under other applicable Acts, Laws & Regulations to the Company. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedure on test basis.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except following:

1. *The Company has not appointed internal Auditor under section 138 of the Companies Act, 2013.*
2. *As per the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, Independent Director of the Company, has not renewed their name under the Independent Director's Databank.*
3. *The company has not paid listing fees.*
4. *Regularization of Ms. Purvi Thapar not done in the AGM and accordingly form DIR-12 also not filed.*
5. *The company has not taken SDD compliance software.*
6. *The Company has given loans exceeding 60% of the Paid up capital and free reserves and in respect of the same the provisions of Sec 186 are not complied with the same.*

I further report that the Board of Directors of the Company as on the date of Report is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice was given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent generally seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were carried through with requisite majority and no dissenting views have been recorded.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

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

**For Priya Shah & Associates**  
Practising Company Secretary

**Date: 20<sup>th</sup> June 2024**  
**Place: Mumbai**  
**ICSI UDIN: F010763F000596095**  
**Peer Review Certificate No: 1390/2021**

**Priya Shah**  
**Proprietor**  
**COP.: 21827**  
**FCS: 10763**

Annexure A

**To,**  
**The Members,**  
**BETALA GLOBAL SECURITIES LIMITED**  
CIN: L65191TN1994PLC029073  
Regd. Off: No.24, Ravanier Street, Chennai – 600 003.

My report of even date is to be read along with the letter

1. Maintenance of secretarial records is the responsibility of management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report 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.

**For Priya Shah & Associates**  
Practising Company Secretary

**Date: 20<sup>th</sup> June 2024**  
**Place: Mumbai**  
**ICSI UDIN: F010763F000596095**  
**Peer Review Certificate No: 1390/2021**

**Priya Shah**  
**Proprietor**  
**COP.: 21827**  
**FCS: 10763**

**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

1. Details of contracts or arrangements or transactions not on an arm's length basis : **NIL**

(a) Nature of contracts/arrangements/transactions

(b) Duration of the contracts / arrangements/transactions

(c) Salient terms of the contracts or arrangements or transactions including the value, if any

(d) Justification for entering into such contracts or arrangements or transactions

(e) Date(s) of approval by the Board

(f) Amount paid as advances, if any:

(g) Date on which the special resolution was passed in general meeting as required under first proviso to section 188.

2. Details of material contracts or arrangement or transactions on an arm's length basis- **NA**

Sr. No.	Name of the related party and nature of relationship	Nature of contracts/ Agreements transactions	Duration of contracts/ Agreement s transaction	Salient terms of the Contract or arrangement or transaction s including the value	Date of Approval by Board	Amou nt paid as advance

**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

**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 2024.

**DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT UNDER SCHEDULE V (F) OF THE LISTING REGULATIONS:**

As per the details given by the R & TA, M/s. Link Intime India Private Limited, the Company does not have any Demat Suspense Account/Unclaimed Suspense Account.



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
*[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Members,  
**BETALA GLOBAL SECURITIES LIMITED**  
CIN: L65191TN1994PLC029073  
Regd. Off: No.24, Ravanier Street, Chennai – 600 003.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **BETALA GLOBAL SECURITIES LIMITED** having Corporate Identity Number (CIN): L65191TN1994PLC029073 and having its Registered Office at No.24, Ravanier Street, Chennai – 600 003 (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications [including Directors Identification Number (DIN) status at the portal of Ministry of Corporate Affairs (MCA) i.e., [www.mca.gov.in](http://www.mca.gov.in)] as considered necessary and explanations furnished to me by the Company & its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below for Financial Year ending on 31<sup>st</sup> March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN
1.	Roop Chand Betala	02128251
2.	Sundaramurthy Sasikumar	03179801
3.	Rajiv Udani	00955223
4.	Purvi Amit Thapar	08808563
5.	Manoj Cherian Samuel	01380629

Ensuring the eligibility of / for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Priya Shah & Associates**  
Practising Company Secretary

Date: 20<sup>th</sup> June 2024  
Place: Mumbai  
ICSI UDIN: F010763F000596150  
Peer Review Certificate No: 1390/2021

Priya Shah  
Proprietor  
COP.: 21827  
FCS: 10763

## **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, 2024, 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, 2024, 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, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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
  - iv. Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.  
As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

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 Jayesh Sheth & Co**

**Chartered Accountants**

ICAI Firm Registration No. 119586W

**Jayesh Sheth**

Proprietor

Membership No. 107076

UDIN: **24107076BKAUVG6978**

Place: Mumbai

Date: 10th April, 2024

## **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, 2024 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, 2024, 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 Jayesh Sheth & Co**

### **Chartered Accountants**

ICAI Firm Registration No. 119586W

## **Jayesh Sheth**

Proprietor

Membership No. 107076

UDIN: **24107076BKAUVG6978**

Place: Mumbai

Date: 10th April, 2024



## 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 Property, Plant & Equipment, hence clause (a), (b), (c), (d) & (e) 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) (d) (e) & (f) 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.*

The Company has given loans exceeding 60% of the Paid up capital and free reserves and in respect of the same the provisions of Sec 186 are not complied with.

- 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, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities, wherever applicable. 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 2024 for a period of more than six months from the date they became payable.  
  
b) There are no statutory dues referred in sub clause (a) which has not been deposited on account of any dispute.
- VIII. There are no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- IX. The company has not taken any loans hence clause (a), (b), (c), (d) & (f) are not applicable.

- X. (a) During the year company has not raised any money through Initial Public Offer or further Public Offer.
- (b) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- XI. During the year there are no fraud by the Company or any fraud on the company has been noticed or reported. Hence clause (b) is not applicable.
- (c) As informed to us the company has not received any whistle blower complaints during the year.
- XII. Company is not a Nidhi Company. Hence Clause (a), (b) & (c) are not applicable to the company.
- XIII. There are no transactions with the related parties during the year.
- XIV. (a) The company has an internal audit system commensurate with the size and nature of its business;
- (b) *There are no Internal Auditor, hence there is no internal auditors report considered by us.*
- XV. The company has not entered into any non-cash transactions with directors or persons connected with them.
- 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.*
- The financial assets of the company are more than 50% of the total assets, hence registration is required under section 45-I of the Reserve Bank of India Act, 1934.
- (c) The company is not a core Investment company as defined in the regulations made by the Reserve Bank of India.
- XVII. There are no cash losses incurred in the financial year and in the immediately preceding financial year.
- XVIII. There is no resignation of the statutory auditors during the year.

- XIX. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the balance sheet date;
- XX. There are no Ongoing Projects during the year, hence this clause is not applicable.
- XXI. There are no subsidiaries and associates hence no consolidation is applicable.

**For Jayesh Sheth & Co**

**Chartered Accountants**

ICAI Firm Registration No. 119586W

**Jayesh Sheth**

Proprietor

Membership No. 107076

UDIN: **24107076BKAUVG6978**

Place: Mumbai

Date: 10th April, 2024

**BETALA GLOBAL SECURITIES LIMITED**

CIN : U65191TN1994PLC029073

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

**Balance Sheet**

As at 31st March 2024

(In Rupees'000)

Particulars	Note	As at 31-Mar-2024	As at 31-Mar-2023
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment		-	-
(b) Capital Work in Progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible Assets		-	-
(f) Tangible Assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets			
(i) Investments	4	100	100
(ii) Trade Receivables		-	-
(iii) Loans	5	-	-
(iv) Others (to be specified)		-	-
(i) Deferred tax assets (net)		-	-
(i) Other non-current assets		-	-
<b>Total Non Current Assets (I)</b>		<b>100</b>	<b>100</b>
<b>Current assets</b>			
(a) Inventories		-	-
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Cash and cash equivalents	6.1	57	456
(iv) Bank balances other than (iii) above	6.2	-	-
(v) Loans	5	10,273	9,747
(vi) Others (to be specified)		-	-
(c) Current Assets (Net)			
(d) Other current assets	7	81	139
<b>Total Current Assets (II)</b>		<b>10,411</b>	<b>10,342</b>
<b>Total Assets (I+II)</b>		<b>10,511</b>	<b>10,442</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	8	13,750	13,750
(b) Other Equity	9	(6,123)	(6,012)
<b>Total Equity (I)</b>		<b>7,627</b>	<b>7,738</b>
<b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other financial liabilities(other than those Specified in item (b), to be specified		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)		-	-
(d) Other Non Current Liabilities		-	-
<b>Total Non Current Liabilities (II)</b>		<b>-</b>	<b>-</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other financial liabilities(other than those Specified in item (c),		-	-
(b) Other current liabilities	10	2,884	2,704
(c) Provisions		-	-
(d) Other Current Liabilities (Net)		-	-
<b>Total Current Liabilities (III)</b>		<b>2,884</b>	<b>2,704</b>
<b>Total Equity and Liabilities (I)+(II)+(III)</b>		<b>10,511</b>	<b>10,442</b>

Notes forming part of the financial statements & standard

Accounting Policies

As per our report attached

for Jayesh Sheth & Co

Chartered Accountants

for and on behalf of the Board of Directors

Jayesh Sheth  
Proprietor  
M.No.: 107076

Roop Chand Betala  
Chairman & Managing Director  
DIN: 02128251

Purvi Thapar  
Director  
DIN: 08808563

Pranav Brahmhat  
CFO

Seema Birla  
Company Secretary

Place : Mumbai

UDIN : 24107076BKAUVG6978

Date : 10.04.2024

**BETALA GLOBAL SECURITIES LIMITED**

CIN : U65191TN1994PLC029073

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

**Statement of Profit & Loss**

for the year ended 31st March 2024

(In Rupees ' 000)

Particulars	Note	31-Mar-24	31-Mar-23
I) Revenue from Operations			
II) Other Income	11	813	729
<b>III) Total Income (I + II)</b>		<b>813</b>	<b>729</b>
<b>IV) Expenses</b>			
Employee benefits expenses	12	390	517
Finance Costs		-	-
Depreciation and amortization expenses		-	-
Other expenses	13	534	3,155
<b>Total Expenses (IV)</b>		<b>924</b>	<b>3,672</b>
<b>V) Profit Before Exceptional Item Tax (III-IV)</b>		<b>(111)</b>	<b>(2,943)</b>
Exceptional Item		-	-
<b>VI) Profit Before Tax</b>		<b>(111)</b>	<b>(2,943)</b>
<b>VII) Tax Expense:</b>	14		
(1) Current tax		-	-
For Earlier Years		-	-
Less: MAT credit entitlement		-	-
(2) Deferred tax		-	-
<b>Total Tax Expense</b>		<b>-</b>	<b>-</b>
<b>VIII) Profit/(Loss) for the period (VI-VII)</b>		<b>(111)</b>	<b>(2,943)</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		-	-
<b>Total Comprehensive Income</b>		<b>(111)</b>	<b>(2,943)</b>
<b>Earnings per equity (Rs.10 each) on Profit for the year (VII)</b>			
-Basic	15	(0.08)	(2.14)
-Diluted		(0.08)	(2.14)
<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 Jayesh Sheth & Co  
Chartered Accountants

for and on behalf of the Board of Directors

Jayesh Sheth  
Proprietor  
M.No.: 107076

Roop Chand Betala  
Chairman & Managing Director  
DIN: 02128251

Purvi Thapar  
Director  
DIN: 08808563

Pranav Brahmhat  
CFO

Seema Birla  
Company Secretary

Place : Mumbai

UDIN : 24107076BKAUVG6978

Date : 10.04.2024

**BETALA GLOBAL SECURITIES LIMITED**

CIN : U65191TN1994PLC029073

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

**Cash Flow Statement**

for the Year ended 31st March 2024

(In Rupees ' 000)

Particulars	31-Mar-24	31-Mar-23
<b>A. Cash Flow From Operating Activities:</b>		
Net profit before taxation and Extraordinary items	(111)	(2,943)
Adjustments for:		
Depreciation	-	-
(Profit)/Loss on sale of Investments	-	-
Interest Expenses	-	-
Interest Received	(806)	(725)
Dividened Received	-	-
Rental Income	-	-
<b>Operating profit before working capital changes</b>	<b>(917)</b>	<b>(3,668)</b>
Movements in working capital:		
Adjustments for		
(Increase)/Decrease in Sundry Debtors and other receivable	-	-
(Increase)/Decrease in Loans & Advances	(468)	(682)
(Increase)/Decrease in Inventories	-	-
(Increase)/Decrease in Payables & Others	-	-
Increase/(Decrease) in Current Liabilites	180	2,571
<b>Cash generated from operations</b>	<b>(1,205)</b>	<b>(1,779)</b>
Direct taxes paid (net of refunds)	-	-
<b>Cash flow before extraordinary items</b>	<b>(1,205)</b>	<b>(1,779)</b>
Extraordinary item	-	-
<b>Net cash from operating activities</b>	<b>(1,205)</b>	<b>(1,779)</b>
<b>B. Cash Flow From Investing Activities</b>		
Purchase of fixed assets	-	-
Sale of fixed assets	-	-
Sale/(Purchase) of investments	-	-
Interest received	806	725
Dividened Received	-	-
Rental Income	-	-
<b>Net cash used in investing acitivities</b>	<b>806</b>	<b>725</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)	(399)	(1,054)
Cash and cash equivalents at the beginning of the year	456	1,510
Cash and cash equivalents at the end of the year	57	456
	(0.00)	(0.00)

As per our report attached  
for Jayesh Sheth & Co  
Chartered Accountants

for and on behalf of the Board of Directors

Jayesh Sheth  
Proprietor  
M.No.: 107076

Roop Chand Betala  
Chairman & Managing Director  
DIN: 02128251

Purvi Thapar  
Director  
DIN: 08808563

Pranav Brahmhat  
CFO

Seema Birla  
Company Secretary

Place : Mumbai

UDIN : 24107076BKAUVG6978

Date : 10.04.2024

BETALA GLOBAL SECURITIES LIMITED

Statement of changes in Equity for the year ended 31st March, 2024

a) Equity Share Capital						(In Rupees '000)
Equity Shares of Rs.10/- each issued, subscribed and fully paid		No. of Shares			Value	
<b>Balance as at April 1, 2022</b>		1375000			<b>13,750</b>	
Add/(Less) : Changes in Equity Share Capital due to prior period errors		-			-	
Restated balance at the beginning of the current reporting period		1375000			<b>13,750</b>	
Changes in equity share capital during the year, 2022-23		-			-	
<b>Balance as at March 31, 2023</b>		1375000			<b>13,750</b>	
Add/(Less) : Changes in Equity Share Capital due to prior period errors		-			-	
Restated balance at the beginning of the current reporting period		1375000			<b>13,750</b>	
Changes in equity share capital during the year, 2023-24		-			-	
<b>Balance as at March 31, 2024</b>		1375000			<b>13,750</b>	
<b>b) Other Equity</b>						(In Rupees '000)
Particulars		Retained Earnings OCI	Retained Earnings			Total
<b>(a) Balance as at April 1, 2022</b>		(3,958)	888			(3,069)
Changes in accounting policy /Prior Period Errors		-	-			-
Restated balance at the beginning of the current reporting period		(3,958)	888			(3,069)
(b) Total Comprehensive Income for the Previous Year		-	(2,943)			(2,943)
<b>(c) Balance as at March 31, 2023 (a)+(b)</b>		(3,958)	(2,055)			(6,012)
Changes in accounting policy /Prior Period Errors		-	-			-
Restated balance at the beginning of the current reporting period		(3,958)	(2,055)			(6,012)
(d) Total Comprehensive Income for the Year		-	(111)			(111)
<b>(i) Balance as at March 31, 2024 (c)+(d)</b>		(3,958)	(2,166)			(6,123)
As per our report attached						
for Jayesh Sheth & Co		for and on behalf of the Board of Directors				
Chartered Accountants						
Jayesh Sheth	Roop Chand Betala	Purvi Thapar				
Proprietor	Chairman & Managing Director	Director				
M.No.: 107076	DIN: 02128251	DIN: 08808563				
Pranav Brahmhat	Seema Birla					
CFO	Company Secretary					
Place : Mumbai						
UDIN : 24107076BKAVUG6978						
Date : 10.04.2024						

<b>Note 4 Investments</b>				
			(In Rupees '000)	
Particulars	31-Mar-24	31-Mar-23	31-Mar-24	31-Mar-23
	No of Shares	No of Shares	Amount	Amount
Instruments at Fair Value Through Other Comprehensive Income [FVTOCI]	-			
<b>Investment in Equity Instruments - Equity Shares Fully Paid - Quoted Trade</b>				
L.N.Industries Ltd	1,00,000	1,00,000	100	100
<b>Total</b>	-	-	<b>100</b>	<b>100</b>
Aggregate amount of quoted investments	-	-	100	100
<b>Market Value of the Quoted Investments</b>	-	-	100	100
Quotation not available since 07.08.2017 & last traded value is Rs. 2.19 however it is valued at Re.1/- per share				
<b>Note 5 Loans</b>				
			(In Rupees '000)	
Particulars	31-Mar-24		31-Mar-23	
	Non Current	Current	Non Current	Current
<b>Loans Receivable - Considered Good Secured</b>				
<b>Loans Receivable - Considered Good Unsecured</b>				
Loans - Related Parties		-		-
Loans - Others	-	10,273	-	9,747
<b>Total</b>	-	<b>10,273</b>	-	<b>9,747</b>
		-		-
Loans Receivable in Significant Increase in Credit Risk		-		-
Loans Receivables - Credit Impaired		-		-
<b>Note 6 Cash and Cash Equivalents</b>				
			(In Rupees '000)	
Particulars	31-Mar-24		31-Mar-23	
<b>6.1 Balances with Banks</b>				
In Current Accounts		57		456
Cash on hand		-		-
<b>Total (i)</b>		<b>57</b>		<b>456</b>
<b>6.2 Other Bank Balance other than above</b>				
<b>Total (ii)</b>		-		-
<b>Total (i)+(ii)</b>		<b>57</b>		<b>456</b>
Earmarked Balances		-		-
Balances with Bank Held as Margin Money or Security		-		-
Repatriation restrictions		-		-



<b>Note 6 Other Current Assets</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	Non Current	Current	Non Current	Current
Income Tax	-	81	-	139
<b>Total</b>	<b>-</b>	<b>81</b>	<b>-</b>	<b>139</b>
<b>Note 8 Equity Share Capital</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	Authorised Share Capital		60,00,000 Equity Shares of Rs. 10/- each	
		60,000		60,000
Issued, Subscribed and Paid up				
13,75,000 Equity Shares of Rs. 10/- each		13,750		13,750
<b>Total</b>		<b>13,750</b>		<b>13,750</b>
<b>8.1 Reconciliation of Shares outstanding at the beginning and at the end of reporting period</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	At the beginning of the year		13,75,000	
Add/(Less) : Changes in Equity Share Capital due to prior period errors		-		
Restated balance at the beginning of the current reporting period		13,75,000		
Add/(Less) : Changes in Equity Share Capital during the year		-		
At the end of the year		<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 '000)
Particulars	31-Mar-24		31-Mar-23	
	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>8.3 Details of Promoters Holding in the company</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Roop Chand Betala	1,18,600	8.63%	1,18,600	8.63%
<b>Note 9 Other Equity</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	Retained Earnings		(6,123)	
<b>Total</b>		<b>(6,123)</b>		
<b>9.1 Retained Earnings</b>				
				(In Rupees '000)
Particulars	31-Mar-24		31-Mar-23	
	Balance at the beginning of the year		(6,012)	
Add/(Less) : Changes in Accounting Policy/Prior Period Errors		-		
Restated Balance at the beginning of the current reporting period		(6,012)		
Add: Profit for the year		(111)		
<b>Balance at the end of the year</b>		<b>(6,123)</b>		

<b>Note 10 Other current liabilities</b>		
		(In Rupees '000)
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Expenses Payables	2,884	2,704
<b>Total</b>	<b>2,884</b>	<b>2,704</b>
<b>Note 11 Other Income</b>		
		(In Rupees '000)
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Interest received	806	725
Interest received on I.T. Refund	7	4
<b>Total</b>	<b>813</b>	<b>729</b>
<b>Note 12 Employee Benefits Expense</b>		
		(In Rupees '000)
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Salaries, Wages, Bonus, Exgratia etc	390	517
<b>Total</b>	<b>390</b>	<b>517</b>
<b>Note 13 Other Expenses</b>		
		(In Rupees '000)
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Audit fees	118	118
Consultancy Charges	300	283
Postage & Telephone Charges	7	7
Filing Fees	23	13
Registrar Expenses	77	106
Bank Charges	-	-
Travelling & Conveyance	3	19
Demat Charges	3	-
Listing Fees	-	2,596
Website & Domin Charges	2	13
<b>Total</b>	<b>534</b>	<b>3,155</b>
<b>Payment to Auditors</b>		
<b>As Auditor</b>		
For Audit Fee	118	118
<b>Total</b>	<b>118</b>	<b>118</b>

<b>Note 14 Income tax relating to continuing operations</b>		
	(In Rupees '000)	
Particulars	31-Mar-24	31-Mar-23
<b>Profit before tax</b>	(111.00)	(2,943.00)
<b>Enacted tax rates in India</b>	26.000%	26.000%
Income tax expenses calculated	(28.86)	(765.18)
<b>Adjustment on account of brought Forward Loss</b>	-	-
In View of prudence deferred Tax Asset Not considered	-	-
<b>Total</b>	<b>(28.86)</b>	<b>(765.18)</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 ' 000)	
Particulars	31-Mar-24	31-Mar-23
Profit as per the Statement of Profit & Loss	(111.00)	(2,943.00)
Profit Available for Equity Shareholders	(111.00)	(2,943.00)
Weighted Average number of Equity Shares outstanding during the year	13,75,000	13,75,000
Nominal Value of Equity Shares (Rs.)	13,750.00	13,750.00
Basic and Diluted Earnings per Share (EPS)	(0.08)	(2.14)
<b>Note 16 Contingent Liabilities &amp; Commitments</b>		
Particulars	31-Mar-24	31-Mar-23
<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	-	-
<b>C.The company did not have any long term contracts and there were no losses on derivative contracts.</b>	-	-
	-	-

<b>Note 17 Expenditure in Foreign Currency</b>		
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
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. Manoj Cherian Samuel	Independent Director	
5. Purvi Thapar	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>ii) Categories of financial instruments</b>		
<b>Particulars</b>	<b>31-Mar-24</b>	<b>31-Mar-23</b>
<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	57.00	456.00
- Other financial assets	10,273.00	9,747.00
<b>Measured at fair value through Other Comprehensive Income (FVTOCI)</b>		
- Investments in equity instruments designated upon initial recognition	100.00	100.00
<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)	2,884.00	2,704.00

BETALA GLOBAL SECURITIES LIMITED  
Ratio Analysis

	Ratio Analysis		As at March 31,2024	As at March 31,2023	As at March 31,2024	As at March 31,2023	Difference	% Change in Ratio	Reason for change in case of more than 25%
1	<b>Current Ratio</b>	<b>Current Assets / Current Liabilities</b>	1,04,11,000	1,03,42,000	3.61	3.82	(0.21)	-5.6%	
			28,84,000	27,04,000					
	Part - A	Current Assets	1,04,11,000	1,03,42,000					
	Part - B	Current Liabilities	28,84,000	27,04,000					
2	<b>Inventory Turnover Ratio</b>	<b>Cost of Sale / Inventory Sales/ (Average Inventory)</b>	-	-	-	-	-	0.0%	
			-	-					
	Part - A	Cost of Sale	-	-					
	Part - B	Average Inventory	-	-					
3	<b>Net Profit Ratio</b>	<b>Net profit after tax / Net revenue from operation</b>	(1,11,002)	(29,43,000)	(0.14)	(4.04)	3.90	-96.6%	Varation is due to reduction in Current Liabilities
			8,13,000	7,29,000					
	Part - A	Net profit after tax	(1,11,002)	(29,43,000)					
	Part - B	Net revenue from operation	8,13,000	7,29,000					
4	<b>Debt Equity Ratio</b>	<b>Total Debt/ Total shareholders' Equity</b>	-	-	-	-	-	0.0%	
			76,26,998	77,38,000					
	Part - A	Total Debt	-	-					
	Part - B	Total shareholders' Equity	76,26,998	77,38,000					
5	<b>Trade Receivables Turnover Ratio</b>	<b>Net revenue from operation / Average Trade receivables</b>	-	-	-	-	-	0.0%	
			-	-					
	Part - A	Net Credit sales / Net Revenue from Operations	-	-					
		Average Trade receivables							
		Opening Trade Receivables	-	-					
		Add: Closing Trade Receivables	-	-					
		Total	-	-					
	Part - B	Divided by 2	-	-					
		<b>Net credit sales/(Average trade receivables)</b>							
6	<b>Return on Capital employed</b>	<b>EBIT/ Capital employed</b>	(1,11,002)	(29,43,000)	-1.5%	-38.0%	36.6%	-96.2%	Varation is due to reduction in Current Liabilities
			76,26,998	77,38,000					
		Profit beforeTaxes	(1,11,002)	(29,43,000)					
		Add: Finance Cost	-	-					
	Part - A	EBIT	(1,11,002)	(29,43,000)					
		Capital Employed							
		Total shareholders' Equity	76,26,998	77,38,000					
		Total Debt	-	-					
		Deffered Tax Liability / (Deffered Tax Asset)	-	-					
	Part - B	Total	76,26,998	77,38,000					
		<b>EBIT/ Capital employed</b>							
7	<b>Debt Service Coverage Ratio</b>	<b>Earning for debt service / ( Interest + Instalment)</b>	-	-	-	-	-	0.0%	
			-	-					

		Earning for debt service							
		Net profit after Taxes	-	-					
		Add: Non cash operating expenses	-	-					
		Add: Finance Cost	-	-					
		Add: Loss on sale of FA / (Profit on sale of FA)	-	-					
	Part - A	Total	-	-					
		Interest Paid							
		Add: Principal Repayments	-	-					
		Add: Finance Cost	-	-					
	Part - B	Total	-	-					
		<b>EBIDT+Non cash expenses/(Interest +Principal Repayment)</b>							
8	<b>Trade payables turnover ratio</b>	<b>Net Credit Purchase/ Average Trade Payables</b>	-	-	-	-	-	0.0%	
			-	-					
	Part - A	Total Net Purchase	-	-					
		Average Trade Payables							
		Opening Trade Payables (Purchase)	-	-					
		Add: Closing Trade Payables (Purchase)	-	-					
		Total	-	-					
	Part - B	Divided by 2	-	-					
9	<b>Return on Investment</b>	<b>Net Profit before Tax/ Cost of Investment</b>	(1,11,002)	(29,43,000)	-1.5%	-38.0%	36.6%	-96.2%	Variation is due to reduction in Current Liabilities
			76,26,178	77,37,627					
	Part - A	Net Profit before Tax	(1,11,002)	(29,43,000)					
		Cost of Investment = Share capital							
		Share Capital	1,37,50,000	1,37,50,000					
		Reserves & Surplus	(61,23,822)	(60,12,373)					
	Part - B	Total	76,26,178	77,37,627					
10	<b>Return on Equity Ratio</b>	<b>Net Profit after Taxes - Preference Dividend / Shareholders fund</b>	(1,11,002)	(29,43,000)	-1.5%	-38.0%	36.6%	-96.2%	Variation is due to reduction in Current Liabilities
			76,26,178	77,37,627					
		Net Profit after Taxes	(1,11,002)	(29,43,000)					
		Less: Preference Dividend	-	-					
	Part - A	Total	(1,11,002)	(29,43,000)					
		Shareholders' funds							
		Share Capital	1,37,50,000	1,37,50,000					
		Reserves & Surplus	(61,23,822)	(60,12,373)					
	Part - B	Total	76,26,178	77,37,627					
		<b>Net Profit after Taxes - Preference Dividend / Shareholder's Equity</b>							
11	<b>Net Capital Turnover Ratio</b>	<b>Net revenue from operation/ Net Assets</b>	-	-	-	-	-	0.0%	
		<b>Net revenue/ Average working capital</b>	75,27,000	76,38,000					
	Part - A	Net revenue from operation	-	-					
		Net Current Assets							
		Current Assets	1,04,11,000	1,03,42,000					
		Less Current Liabilities	28,84,000	27,04,000					
	Part - B	Total	75,27,000	76,38,000					
		<b>Sales or Cost of Goods sold/Net Assets</b>							

The company shall explain the items included in numerator and denominator for computing the above ratios. Further explanation shall be provided for any change in the ratio by more than 25% as compared to the preceding year.