

BAJAJ GLOBAL LIMITED

28th ANNUAL REPORT

2012-2013

BAJAJ GLOBAL LIMITED

BOARD OF DIRECTORS

Shri Akshay R. Ranka

Shri Monal Malji

Shri M. K. Sharma

AUDITORS

B. Chhawchharia & Co.,
Chartered Accountants, Nagpur

BANKERS

Axis Bank Limited,

R & T AGENT

M / s. Adroit Corporate Services Private Limited
1st Floor, 19, Jaferbhoy Industrial Estate
Makwana Road, Marol Naka
Mumbai-400 059

REGISTERED OFFICE

254, Pandit Ravi Shankar Shukla Marg,
Civil Lines, NAGPUR- 440 001

BAJAJ GLOBAL LIMITED NOTICE

NOTICE is hereby given that the Twenty Eighth Annual General Meeting of the members of M/s. BAJAJ GLOBAL LIMITED will be held on Wednesday, the 11th September, 2013 at 12.00 P.M. at the Registered Office at 254, Pandit Ravi Shankar Shukla Marg, Civil Lines, Nagpur- 440 001 to transact the following business:

Ordinary Business :-

- 1) To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2013 and the Balance Sheet as at that date and Reports of the Auditors and Directors thereon.
- 2) To appoint a Director in place of Shri Monal Malji, who retires by rotation and being eligible offers himself for re-appointment.
- 3) To Consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the provisions of section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s B. Chhawchharia & Co., Chartered Accountants, Nagpur, the retiring Statutory Auditors, be and is hereby re-appointed as the Statutory Auditor of the Company to hold office till the conclusion of the next Annual General Meeting at the remuneration as may be decided by the Board of Directors."

Registered Office:
254, Pandit Ravi Shankar Shukla Marg,
Civil Lines, Nagpur-440 001

By order of the Board,


AKSHAY R. RANKA
DIRECTOR

Place: Nagpur
Dated: 26th July, 2013

NOTE

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

THE FORM OF PROXY MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE ANNUAL GENERAL MEETING.

2. THE REGISTER OF MEMBERS OF THE COMPANY SHALL REMAIN CLOSE FROM 04.09.2013 TO 11.09.2013

BAJAJ GLOBAL LIMITED

DIRECTORS' REPORT

The Directors present their Twenty Eighth Annual Report and Audited Statement of Accounts for the year ended 31st March 2013.

FINANCIAL RESULTS:

The accounts for the year under review reflect a profit of Rs. 47,03,883/-.The Directors propose to appropriate the same as under:

| | | |
|---------------------------------------|-------------|-----------------|
| Profit / (Loss) Before Tax | | Rs. 47,03,883 |
| Less: - Appropriations | | |
| Provision for Taxation | 13,86,000 | |
| Current Tax | 14,483 | Rs. 14,00,483 |
| Deferred Tax | | |
| | | ----- |
| Profit / (Loss) After Tax | | Rs. 33,03,400 |
| ADD:- Balance Brought Forward | 2,22,94,124 | Rs. 2,22,94,124 |
| | | ----- |
| | | Rs. 2,55,97,524 |
| Less: Transfer to Reserve Fund | (6,61,000) | |
| Contingent Provision | 32,000 | Rs. 6,29,000 |
| | | ----- |
| BALANCE CARRIED FORWARD | | Rs. 2,49,68,524 |
| | | ===== |

DIVIDEND:

The Directors regret their inability to recommend any dividend for the year under review.

WORKING & PERFORMANCE:

The performance of the Company was satisfactory during the year under review.

The Board of Directors are trying their best to further improve the performance of the Company and are hopeful of better working results in the coming year.

PARTICULARS OF EMPLOYEES:

There is no employee in respect of whom particulars pursuant to Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975; are required to be given.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT:

Your Directors are of the opinion that with respect to conservation of energy and technology absorption as per Section 217 (1) (e) read with Companies (Disclosure Particulars in the Report of Board of Directors) Rules, 1988 are not relevant in view of the nature of business activities of the Company and hence, are not required to be given.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, there is no foreign exchange earning, outgo and expenditure.

DIRECTORS RESPONSIBILITY STATEMENT:

As per Provision of Section 217 (2AA) of the Companies Act, 1956, the Directors confirm that:

- a. In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b. The accounting policies have been consistently applied and reasonable and prudent judgement and estimates have been made so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and the Profit & Loss account of the Company for the period.
- c. Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 has been taken for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The annual accounts have been prepared on a going concern basis.

SECRETARIAL COMPLIANCE CERTIFICATE:

T. S. PAHADE & ASSOCIATES, Company Secretary, Nagpur has issued a Secretarial Compliance Certificate dated 1st July, 2013 in terms of Proviso of Sub-Section (1) of Section 383(A) of the Companies Act 1956. The same has been received and attached to the Board Report.

DIRECTORS:

Shri Monal Malji, Director retires by rotation and being eligible, offers himself for re-appointment.

Apart from the above, there is no change as regard to the Directorship of the Company.

LISTING OF SHARES:

The Shares of the Company continued to be listed on the Stock Exchange, Mumbai and Madhya Pradesh. The Company has paid the annual listing fee for the financial year 2013-2014.

The Equity Shares of the Company has the Electronic connectivity under ISIN No. **INE553H01015**. To provide service to the Shareholders, the Company has appointed M/s. Adroit Corporate Services Private Limited, 1st Floor, 19, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai-400 059 as Registrar and Transfer Agent of the Company for existing physical based and allied Secretarial Services for its Members / Investors and for Electronic Connectivity with NSDL and CDSL.

PUBLIC DEPOSITS:

During the period under review, the Company has not accepted any public deposit under Section 58A of the Companies Act, 1956.

AUDITORS:

M/s. B. Chhawchharia & Co., Chartered Accountants, Nagpur Statutory Auditors of the company retires at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

AUDITOR'S REPORT:

The observations made by the Auditors are self-explanatory and does not require any clarification.

ACKNOWLEDGEMENT:

The Directors are grateful to Bankers for their continued support, co-operation and assistance during the year. The Directors express their thanks for the sincere and dedicated efforts put in by the workers, staff and officers during the year.


For and on behalf of the Board


Registered Office:

254, Pandit Ravi Shankar Shukla Marg,
Civil Lines, Nagpur-440 001

PLACE: NAGPUR.

DATED: 26th July, 2013


Akshay R. Ranka
DIRECTOR


M. K. Sharma
DIRECTOR

SECRETARIAL COMPLIANCE CERTIFICATE
In terms of Section 383A (1) of the Companies Act, 1956

To
The Members
BAJAJ GLOBAL LIMITED
NAGPUR

We have examined the registers, records, books and papers of **BAJAJ GLOBAL LIMITED** as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2013**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies prescribed under the Act and the rules made thereunder. As per the information given to me, the Company was not required to file any documents, forms or returns with Regional Director, Central Government, Company Law Board or other authorities.
3. The company being public limited company, comments are not required.
4. The Board of Directors duly met **Five (05) times** on **20th April 2012, 14th May 2012, 14th August 2012, 09th November 2012 and 13th February 2013** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members on **29th September 2012**. However, Company has not closed its Register of Debenture holders.
6. The Annual General Meeting for the financial year ended on **31-03-2012** was held on **29-09-2012** after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. **NO** Extra Ordinary General Meeting was held during the financial year.
8. The company has not advanced any loans to its Directors, or persons or firms or companies under Section 295 of the Act.
9. The company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the company has not obtained any approvals from the Board of Directors and members or the Central Government.



12. The company has not issued any duplicate share certificates during the year.
13. (i) There was **no allotment** of equity shares and no transfer/transmission of securities during the financial year.
(ii) The company was **not** required to deposit any amount in a separate bank account as **no** dividend was declared during the financial year.
(iii) The company was **not** required to post warrants to any members of the company as **no** dividend was declared during the financial year.
(iv) The company was **not** required to transfer any amount to investor education and protection fund as there were **no** outstanding balances in unpaid dividend account or application money due for refund or matured deposits or matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
(v) The company has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancies during the financial year.
15. The Company has not appointed Managing Director/ Whole time Director/ Manager during the financial year.
16. The company has not appointed sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Directors, Registrar of Companies and or such other authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any equity shares during the financial year.
20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or Debentures during the financial year as the company has not issued any preference shares or Debentures.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted deposits including unsecured loans falling within the purview of sections 58A of the Act during the financial year.
24. The Company has not made any borrowings during the financial year.
25. The Company has made loans or advances or given any guarantees or provided securities to other bodies corporate and consequently necessary entries have been made in the Register kept for the purpose. Since, the main object of the Company is to carry on the business of Financing Industrial or other Companies; Sec 372 A of the Companies Act, 1956 is not applicable to the Company.




T.S. PAHADE & ASSOCIATES
Company Secretaries

Mobile - 098235 36686

26. The Company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the company during the year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has deducted contributions towards Provident Fund during the Financial year.

For T.S. PAHADE & ASSOCIATES


Tushar S. Pahade



ACS 22875
CP 8576

Place: Nagpur
Date: 01.07.2013

ANNEXURE A

Statutory Registers as maintained by BAJAJ GLOBAL LIMITED.

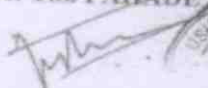
1. Register of Charges u/s 143.
2. Register of Members u/s 150.
3. Minutes of all Meetings of Board of Directors and General Meetings u/s 193.
4. Books of Accounts u/s 209.
5. Register of particulars of contract in which Directors are interested u/s 301.
6. Register of particulars of Directors u/s 303.
7. Register of Directors' Share Holdings u/s 307.
8. Share Transfer Register.

ANNEXURE B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the period ending 31st March 2013

| Sr. No | Particulars of Forms Filed with Registrar of Companies, Mumbai | Date of Filing | Challan No. |
|--------|--|----------------|-------------|
| 01. | Form 23AA | 21.04.2012 | B37392800 |
| 02. | Form 66 | 10.10.2012 | J89751895 |
| 03. | Form 23 AC/23 ACA - 31.03.2012 | 05.11.2012 | P94367513 |
| 04. | Form 20B | 15.11.2012 | P95941944 |

For T.S. PAHADE & ASSOCIATES



Tushar S. Pahade
ACS 22875
CP 8576

Place: Nagpur
Date: 01.07.2013

To the Members of M/s BAJAJ GLOBAL LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of M/s BAJAJ GLOBAL LIMITED (Company), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013 ;
- (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) the Balance Sheet and Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet and Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Place: NAGPUR

Date: 28th May, 2013.



For B.CHHAUCHHARIA & CO.
Chartered Accountants

Sanjay Agarwal

Sanjay Agarwal
Partner

Firm Registration No. 305123E
Membership No. 66580

ANNEXURE TO THE AUDITORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2013
(Referred to in Paragraph 1 of our report of even date)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) As explained to us, all the fixed assets were physically verified during the year by the management. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
(c) In our opinion and according to the information and explanations given to us, the Company has not disposed substantial part of its fixed assets during the year.
2. There is no inventory in the Company.
3. (a) The company has taken unsecured loans from two companies covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹ 146.23 lacs and there is no outstanding balance at the end of the year.
(b) In our opinion, the rate of interest and other terms and conditions on which unsecured loans have been taken from the companies and parties listed in the register maintained under section 301 of the Companies Act, 1956 are, prima facie, not prejudicial to the interest of the company.
(c) The payment of principal amounts and interest are generally regular as per stipulations, wherever such stipulations exist.
(d) There is no overdue amount of loans exceeding one lacs.
(e) The Company has granted unsecured Loan to one company covered in the register maintained under section 301 of the Companies Act, 1956. The Maximum amount involved during the year was ₹ 16.35 lacs and the year end balance of loan granted to such company was ₹ 3.18 lacs.
(f) In our opinion, the rate of interest and other terms and conditions on which unsecured loans have been given to the company listed in the register maintained under section 301 of the Companies Act, 1956 is, prima facie, not prejudicial to the interest of the company.
(g) As explained to us there is no overdue amount of Loans exceeding Rupees one Lacs.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of the business with regards to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
5. (a) According to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 are being updated in the register required to be maintained under that section.
(b) In our opinion and according to the information and explanations given to us, the transactions that were made in pursuance of contracts or arrangements that need to be entered into the register maintained in pursuance of Section 301 of the Companies Act, 1956 and aggregating during the year to ₹ 5,00,000/- or more, in respect of each party, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted any deposits from the public to which the provisions of Section 58A of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rules, 1975 apply.
7. During the year the Company has no internal audit system, as in the opinion of management, considering the size and nature of its business and personal supervision by the Directors, the same is considered to be adequate and commensurate with its size and nature of its business.



8. In view of the activities of the Company maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 is not applicable.
9. (a) According to the information and explanations given to us and on the basis of records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues, including Provident Fund, Investor Education Protection Fund, Employees' State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise-Duty, Cess and other statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanation given to us, there are no dues of Sales Tax, Income Tax, Customs Duty, Wealth Tax, Service Tax, Excise Duty and Cess except Income Tax Demand of ₹ 312472/- in respect of Assessment Year 2008-09, against which appeal is preferred before the Income Tax Authorities.
10. There are no accumulated losses in the Company and the Company has not incurred any cash loss in the year under review or in the immediately preceding year.
11. The Company has not taken any loan from Financial Institutions or Banks or Debenture holders.
12. According to the information and explanations given to us, the Company has not granted any loans or advances on the basis of security by way of pledge of Shares, Debentures and other Securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society.
14. The Company is not dealing in or trading in shares, securities, debentures and other investments. All the Shares and Securities held as investments are in company's own name.
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from Banks or Financial Institutions.
16. According to the information and explanations given to us, there are no term loans raised by the Company during the year.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, in our opinion, no funds raised on short-term basis have been used for long-term investment.
18. According to the information and explanations given to us, during the year the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
19. According to the information and explanations given to us, the Company has not issued any debentures during the year.
20. According to the information and explanations given to us, the Company has not raised any money through public issues during the year.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Place:- NAGPUR

Dated: 28th May, 2013.



For B.CHHAUCHHARIA & CO.
Chartered Accountants

Sanjay Agarwal

Sanjay Agarwal
Partner

Firm Registration No. 305123E
Membership No. 66580

BAJAJ GLOBAL LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2013

| Particulars | Note No. | AS AT 31.03.2013 | AS AT 31.03.2012 |
|--|----------|---------------------|---------------------|
| | | ₹ | ₹ |
| <u>EQUITY AND LIABILITIES</u> | | | |
| <u>Shareholders' Funds</u> | | | |
| Share Capital | 1 | 7,425,000 | 7,425,000 |
| Reserves & Surplus | 2 | 27,920,624 | 24,585,224 |
| | | 35,345,624 | 32,010,224 |
| <u>Current Liabilities</u> | | | |
| Short Term Borrowings | 3 | - | 14,976,743 |
| Other Current Liabilities | 4 | 29,347 | 600,987 |
| Short Term Provisions | 5 | 70,000 | 102,000 |
| | | 99,347 | 15,679,730 |
| | | <u>35,444,971</u> | <u>47,689,954</u> |
| <u>ASSETS</u> | | | |
| <u>Non-current Assets</u> | | | |
| Fixed Assets: | 6 | | |
| Tangible Assets | | 26,304 | 36,352 |
| Non-Current Investments | 7 | 3,920,835 | 3,920,835 |
| Long-term loans and advances | 8 | 68,000 | 68,000 |
| Deferred Tax Assets (Net) | 9 | 88,849 | 103,332 |
| | | 4,103,988 | 4,128,519 |
| <u>Current Assets</u> | | | |
| Trade Receivable | 10 | 76,037 | 71,037 |
| Cash & Cash Equivalents | 11 | 2,580,534 | 2,091,099 |
| Short Term Loans & Advances | 12 | 28,684,412 | 41,399,299 |
| | | 31,340,983 | 43,561,435 |
| | | <u>35,444,971</u> | <u>47,689,954</u> |
| SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES ON FINANCIAL STATEMENTS | 18 | | |

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith

For B.CHHAWCHHARIA & CO.
Chartered Accountants

Sanjay Agarwal
Sanjay Agarwal
Partner

[Signature]
[Signature]
DIRECTORS

Firm Registration No. 305123E
Membership No. 66580

Place : Nagpur
Date : 28th May, 2013



BAJAJ GLOBAL LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

| | Note No. | 2012-2013 ₹ | 2011-2012 ₹ |
|--|----------|------------------|------------------|
| Income | | | |
| Revenue from Operations | 13 | 4,983,383 | 5,798,289 |
| Other Income | 14 | 389,380 | 733,545 |
| Total (A) | | 5,372,763 | 6,531,834 |
| Expenses | | | |
| Finance Costs | 15 | 418,680 | 2,128,545 |
| Auditors' Remuneration: | | | |
| - For Statutory Audit | | 22,472 | 22,472 |
| - For Tax Audit Fees | | - | 8,427 |
| - For Other services | | 20,341 | 15,891 |
| Other Expenses | 16 | 197,339 | 188,846 |
| Depreciation | | 10,048 | 16,555 |
| Total (B) | | 668,880 | 2,380,736 |
| Profit before tax | | 4,703,883 | 4,151,098 |
| Tax Expenses : | 17 | | |
| i) Current Tax | | 1,386,000 | 1,102,693 |
| ii) Deferred Tax | | 14,483 | 46,430 |
| Total Tax Expense | | 1,400,483 | 1,149,123 |
| Profit for the year | | 3,303,400 | 3,001,975 |
| Earning Per Share (On Shares of nominal value of ₹ 10/- each) Basic & Diluted | | 4.45 | 4.04 |

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith

For B.CHHAWCHHARIA & CO.
Chartered Accountants

Sanjay Agarwal
Sanjay Agarwal
Partner

Firm Registration No. 305123E
Membership No. 66580

Place : Nagpur

Date : 28th May, 2013



[Signature]
[Signature]
[Signature]
DIRECTORS

NOTES TO THE ACCOUNTSAS AT
31.3.2013
₹AS AT
31.3.2012
₹**1 SHARE CAPITAL**
AUTHORISED

750000 Equity Shares of ₹ 10/- each

7,500,000
7,500,0007,500,000
7,500,000**ISSUED, SUBSCRIBED AND PAID UP**742500 Equity Shares of ₹ 10/- each
Fully paid up in cash.7,425,000
7,425,0007,425,000
7,425,000**a) Details of shareholders holding more than 5% of the equity shares in the company**

| Name of Shareholder | 31-Mar-13 | | 31-Mar-12 | |
|-------------------------------------|-----------|-----------|-----------|-----------|
| | Number | % holding | Number | % holding |
| M/s Bajaj Exports Private Limited | 125,000 | 16.84 | 125,000 | 16.84 |
| M/s Rohit Polytext Limited | 92,000 | 12.39 | 92,000 | 12.39 |
| M/s Bajaj Trade Development Limited | 95,000 | 12.79 | 95,000 | 12.79 |
| M/s Enbee Trade & Finance Limited | 75,000 | 10.10 | 75,000 | 10.10 |
| M/s Tashi India Limited | 75,000 | 10.10 | 75,000 | 10.10 |

b) Terms/rights attached to Equity Shares

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2 RESERVES & SURPLUS**Reserve Fund (As per RBI Guidelines)**

As per Last Balance Sheet

2,291,100

1,756,100

Add:- Transferred from Profit & Loss Account

661,000

535,000

Closing Balance

2,952,1002,291,100**Surplus/(Deficit) in the statement of Profit and Loss**

Balance as per last financial statements

22,294,124

19,836,149

Profit for the year

3,303,400

3,001,975

Less: Appropriations

Transfer to Reserve Fund

(661,000)

(535,000)

Contingent Provision towards Standard Assets

32,000

(9,000)

Net Surplus/(Deficit) in the statement of Profit and Loss

24,968,52422,294,12427,920,62424,585,224**3 SHORT-TERM BORROWINGS****UNSECURED**Loan Repayable on demand-
From Related Parties

-

14,976,743

-

14,976,743**4 OTHER CURRENT LIABILITIES**

Other liabilities

20,225

32,493

Income Received in Advance

6,875

352,041

TDS Payable

2,247

216,453

29,347600,987**5 SHORT TERM PROVISIONS**

Contingent Provision against Standard Assets

70,000

102,000

70,000102,000

NOTES TO THE ACCOUNTS
6 - FIXED ASSETS

| DESCRIPTION OF ASSETS | GROSS BLOCK | | | DEPRECIATION | | | NET BLOCK | |
|--------------------------|--------------------------|-------------------------------------|--------------------------|--------------------------|---------------------------------------|-------------------------|--------------------------|--------------------------|
| | As at 01.04.2012 ₹ | Addition During The Year ₹ | As at 31.03.2013 ₹ | Up to 31.03.2012 ₹ | For The Year (Adjustments) ₹ | upto 31.03.2013 ₹ | As On 31.03.2013 ₹ | As On 31.03.2012 ₹ |
| TANGIBLE ASSETS | | | | | | | | |
| VEHICLES | 958,885 | - | 958,885 | 953,686 | 1,728 | 955,414 | 3,471 | 5,199 |
| COMPUTERS | 248,161 | - | 248,161 | 232,881 | 6,112 | 238,993 | 9,168 | 15,280 |
| OFFICE EQUIPMENTS | 115,200 | - | 115,200 | 99,327 | 2,208 | 101,535 | 13,665 | 15,873 |
| FURNITURE & FIXTURES | 8,145 | - | 8,145 | 8,145 | - | 8,145 | - | - |
| TOTAL | 1,330,391 | - | 1,330,391 | 1,294,039 | 10,048 | 1,304,087 | 26,304 | - |
| PREVIOUS YEAR | 2,817,707 | (1,487,316) | 1,330,391 | 2,718,980 | 16,555 (1,441,496) | 1,294,039 | - | 36,352 |



NOTES TO THE ACCOUNTS

7 NON-CURRENT INVESTMENTS

Others-

A) In fully paid Equity Shares of Companies

(i) Quoted:

| | Face Value ₹ | No. of Shares Nos. | As at 31.03.2013 ₹ | No. of Shares Nos. | As at 31.03.2012 ₹ |
|--|-----------------|-----------------------|--------------------------|-----------------------|--------------------------|
| Tashi India Limited | 10 | 37,000 | 587,500 | 37,000 | 587,500 |
| Enbee Trade & Finance Limited | 10 | 9,500 | 19,000 | 9,500 | 19,000 |
| Guirat Polyweave Limited | 10 | 10,100 | 126,930 | 10,100 | 126,930 |
| Baiai Steel Industries Limited | 10 | 67,500 | 1,896,945 | 67,500 | 1,896,945 |
| Supreme Industries Limited | 2 | 980 | 46,069 | 980 | 46,069 |
| Reliance Industries Limited | 10 | 60 | 242,318 | 60 | 242,318 |
| Sharda Ispat Limited | 10 | 1000 | 20,000 | 1,000 | 20,000 |
| Swastik Securities and Finance Limited | 10 | 15000 | 450,938 | 15,000 | 450,938 |
| 21st Century (India) Limited | 10 | 19000 | 270,572 | 19,000 | 270,572 |
| Ecowave Infotech Limited | 10 | 6000 | 57,163 | 6,000 | 57,163 |
| (Formerly Oasis Cine Communications Limited) | | | | | |
| Jayaswal Neco Industries Limited | 10 | 200 | 2,400 | 200 | 2,400 |

(ii) Unquoted:

| | | | | | |
|---|-----|------|---------|-------|---------|
| Rohit Machines & Febricators Limited | 100 | 2000 | 200,000 | 2,000 | 200,000 |
| B) National Savings Certificate (Pledged) | | | 1,000 | | 1,000 |

3,920,835

3,920,835

Aggregate amount of Quoted Investments
Aggregate amount of Unquoted Investments
Market Value of Quoted Investments

3,719,835
201,000
9,902,774

3,719,835
201,000
12,276,153

AS AT
31.3.2013
₹

AS AT
31.3.2012
₹

8 LONG TERM LOANS AND ADVANCES

(Unsecured, considered good)
Deposits

68,000

68,000

68,000

68,000

9 DEFERRED TAX - NET

Deferred Tax Assets on Fiscal Allowance on Fixed Assets

88,849

103,332

88,849

103,332

10 TRADE RECEIVABLES

(Unsecured, Considered Good)
Others

76,037

71,037

76,037

71,037

11 CASH AND CASH EQUIVALENTS

Cash-in-hand
Balances with Scheduled Banks :
In Current Account

19,810

36,700

2,560,724

2,054,399

2,580,534

2,091,099

12 SHORT TERM LOANS AND ADVANCES

(Unsecured, considered good)

Loans- To Related Party

318,471

1,410,185

To Others

27,600,000

39,306,187

Advances recoverable in cash or in kind or for value to be received

96,667

9,533

Taxation Advance and Refundable (Net of Provisions)

669,274

673,394

28,684,412

41,399,299



NOTES TO THE ACCOUNTS

| | <u>2012-2013</u> | <u>2011-2012</u> |
|---|------------------|------------------|
| | ₹ | ₹ |
| 13 REVENUE FROM OPERATION | | |
| Interest (Includes TDS ₹ 438880/-; P.Y ₹ 589582/-) | | |
| - On Loans | 4,983,383 | 5,798,289 |
| | <u>4,983,383</u> | <u>5,798,289</u> |
| 14 OTHER INCOME | | |
| Hire Charges | 180,000 | 180,000 |
| Profit on sale of Fixed Assets | - | 79,180 |
| Ineterest on Income Tax Refund | - | 6,860 |
| Provision for Diminution in Value of Investments W/back | - | 330,555 |
| Dividend | 209,380 | 136,950 |
| | <u>389,380</u> | <u>733,545</u> |
| 15 FINANCE COSTS | | |
| Interest | | |
| - On Loans | 418,680 | 2,128,545 |
| | <u>418,680</u> | <u>2,128,545</u> |
| 16 OTHER EXPENSES | | |
| Rates & Taxes | 2,500 | 2,500 |
| Advertisement | 41,474 | 22,033 |
| Bank Charges | 15,369 | 2,568 |
| Listing Fees | 21,068 | 20,681 |
| Printing and Stationery | 25,528 | 17,475 |
| Repairs & Maintenance-Others | - | 1,999 |
| Legal & Professional Charges | 13,600 | 31,030 |
| Demat Service Charges | 33,707 | 37,897 |
| Sundry Balances written off | - | 2,403 |
| Miscellaneous Expenses | 44,093 | 50,260 |
| | <u>197,339</u> | <u>188,846</u> |
| 17 TAX EXPENSES | | |
| Current Tax | 1,386,000 | 1,104,000 |
| Tax Adjustments | - | (1,307) |
| | <u>1,386,000</u> | <u>1,102,693</u> |
| Deferred Tax | 14,483 | 46,430 |
| | <u>1,400,483</u> | <u>1,149,123</u> |



18. NOTES TO THE ACCOUNTS

1. Significant Accounting Policies:

Accounting Convention:

The financial statements are prepared under the historical cost convention in accordance with applicable Accounting Standards.

Fixed Assets:

Fixed Assets are stated at cost less Depreciation.

Method of Depreciation :

Depreciation has been provided on written down value method for the year at rates and the manner prescribed under Schedule XIV to the Companies Act, 1956.

Investments:

Long Term investments are valued at cost except that provision is made to recognize the permanent diminution in their value. Investments intended to be held for less than one year are classified as current investments and are valued at lower of cost and market value.

Revenue and Expenditure Recognition:

Revenue is recognised and expenditure is accounted for on accrual basis however the amounts which are not materially significant is accounted on cash basis.

Impairment of assets:

Impairment loss in the value of assets as specified in Accounting Standard 28 is recognized whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.

Taxes on Income :

- i) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred Tax is recognized, subject to consideration of prudence, in respect of deferred tax assets/liabilities arising on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

2. Segment Reporting:

In accordance with Accounting Standard 17 "Segment Reporting" as prescribed under Companies (Accounting Standards) Rules, 2006, the Company has determined its business segment as Finance Activities Business. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.

3. Contingent liability (not provided for) in respect of contested demand of Income Tax for Assessment year 2008-2009 amounts to ₹ 6,32,472/-.
4. The "Earning per share (EPS)" has been calculated as specified in Accounting Standard 20 issued by the Institute of Chartered Accountants of India by dividing the Net Profit after Tax for the year by the number of shares allotted by the Company.
5. As per the information available with the Company and relied upon by the auditors:
 - a) There are no dues towards any small Scale Industrial Undertaking.
 - b) No dues to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006.
6. On the basis of physical verification of assets, as specified in Accounting Standard – 28 and cash generating capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2013.



7. Related parties and transaction with them as specified in Accounting Standard-18 on "Related Party Disclosures" issued by the ICAI has been identified and given below;

- (i) Related Party Relationships
- | | |
|--|--|
| (a) Where control exists | None |
| (b) Other Related Parties with whom the Company had transactions | Bajaj Steel Industries Limited Prosperous Finance Services Limited Tashi India Limited Bajaj Marketing Services Ridhi Vinimay Private Limited Sidhi Vinimay Private Limited |

NOTES:

- 1) The parties listed under (b) above are not "related parties" as per the requirements of Accounting Standard 18. However, as a matter of abundant caution, they are being included for making the Financial Statements more transparent.

(ii) Transactions with Related Parties ₹ In Lacs

| Nature of the transactions | Enterprises over which key Management Personnel and their relatives are able to exercise significant influence | | Key Management personnel and their relatives | |
|-----------------------------------|--|---------|--|---------|
| | 2012-13 | 2011-12 | 2012-13 | 2011-12 |
| <u>Income</u> | | | | |
| Interest Received | 0.93 | 15.36 | - | - |
| Income from hire charges | 1.80 | 1.80 | - | - |
| Dividend received | 2.03 | 1.35 | | |
| <u>Expenses</u> | | | | |
| Interest Paid | 4.19 | 21.29 | - | - |
| <u>Balance outstanding</u> | | | | |
| Loan Given | 3.18 | 14.10 | - | - |
| Loan Received | - | 149.77 | - | - |
| Other Receivable | 0.77 | 0.71 | - | - |



SCHEDULES TO THE ACCOUNTS (Contd *)**

08 Particulars as required in terms of Paragraph 13 of Non Banking Financial (Non-Deposit Accepting & Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 :

LIABILITIES SIDE

Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid
Secured -
Unsecured-
- From Bodies Corporate
- From Others

| (₹ In Lacs) | |
|------------------|--------------|
| Amt. Outstanding | Amt. Overdue |
| NIL | N.A |
| NIL | N.A |
| NIL | N.A |
| - | NIL |

ASSETS SIDE

01. Break up of Loans and advances including bills receivable [Other than those included in (2) below]

(a) Secured
(b) Unsecured

| Amt. Outstanding |
|------------------|
| NIL |
| 281.59 |
| 281.59 |

02. Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities

| |
|-----|
| NIL |
|-----|

03. Break up of Investments
Current Investments
Long Term Investments

Equity Shares

Quoted

Unquoted

Others

Preference shares

Unquoted

Total

| |
|-------|
| NIL |
| 37.20 |
| 2.00 |
| 0.01 |
| NIL |
| 39.21 |

04. Borrower group wise classification of all leased assets, stock-on-hire and loans and advances : (All unsecured, net of provisions)

1. Related parties
a) Subsidiaries
b) Companies in the same group
c) Other related parties

| |
|------|
| NIL |
| NIL |
| 3.18 |

2. Other than related parties
Total

| |
|--------|
| 277.73 |
| 280.91 |

05. Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

1. Related parties
a) Subsidiaries
b) Companies in the same group
c) Other related parties

Market Value/Break Up Fair Value or NAV

Book Value (Net of Provisions)

N.A.
N.A.
N.A.

NIL
NIL
NIL

2. Other than related parties
Total

| |
|--------|
| 101.03 |
| 101.03 |

| |
|-------|
| 39.20 |
| 39.20 |

NB: Break-up value of unquoted investments being not available, has been considered at book value.

06. Other information
1. Gross Non Performing Assets
2. Net Non Performing Assets
3. Assets acquired in satisfaction of debt

| Amount (₹) |
|------------|
| NIL |
| NIL |
| NIL |

09. Previous year Figures have been re-grouped/re-arranged wherever found necessary.

In terms of our report of even date attached herewith

Signature to Note '1 to 18'

For B.CHHAWCHHARIA & CO.
Chartered Accountants

Sanjay Agarwal
Sanjay Agarwal
Partner

Firm Registration No. 305123E
Membership No. 66580

Place : Nagpur
Date : 28th May, 2013




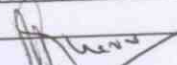
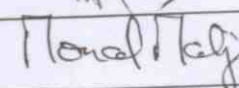
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DIRECTORS

BAJAJ GLOBAL LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013.

| | 31.03.2013 ₹ | 31.03.2012 ₹ |
|---|-----------------|-----------------|
| A. CASHFLOW FROM OPERATING ACTIVITIES | | |
| NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS | 4,703,883 | 4,151,098 |
| ADJUSTED FOR DEPRECIATION | 10,048 | 16,555 |
| PROVISION FOR DIMINUTION IN VALUE OF INVESTMENTS W/BACK | - | (330,555) |
| PROFIT ON SALE OF FIXED ASSETS | - | (79,180) |
| | <hr/> | <hr/> |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | 4,713,931 | 3,757,918 |
| CHANGES IN LOANS AND ADVANCES | 12,710,767 | (3,598,162) |
| UNSECURED LOANS | (14,976,743) | 431,018 |
| TRADE PAYABLES | (571,640) | 316,234 |
| TRADE RECEIVABLE | (5,000) | 1,083,327 |
| | <hr/> | <hr/> |
| CASH GENERATED FROM OPERATIONS | 1,871,315 | 1,990,335 |
| DIRECT TAXES / PROVISION WRITTEN BACK | (1,381,880) | (1,037,932) |
| | <hr/> | <hr/> |
| NET CASH FROM OPERATING ACTIVITIES | 489,435 | 952,403 |
| | <hr/> | <hr/> |
| B. CASHFLOW FROM INVESTING ACTIVITIES | | |
| SALE PROCEEDS OF FIXED ASSETS | - | 125,000 |
| | <hr/> | <hr/> |
| NET CASH USED IN INVESTING ACTIVITIES | - | 125,000 |
| | <hr/> | <hr/> |
| C. CASHFLOW FROM FINANCING ACTIVITIES | | |
| PROCEEDS FROM LONGTERM BORROWINGS | - | - |
| | <hr/> | <hr/> |
| NET CASHFLOW FROM FINANCING ACTIVITIES | - | - |
| | <hr/> | <hr/> |
| NET CHANGES IN CASH & CASH EQUIVALENTS(A+B+C) | 489,435 | 1,077,403 |
| | <hr/> | <hr/> |
| CASH & CASH EQUIVALENTS-OPENING BALANCE | 2,091,099 | 1,013,696 |
| CASH & CASH EQUIVALENTS-CLOSING BALANCE | 2,580,534 | 2,091,099 |
| | <hr/> | <hr/> |
| | 489,435 | 1,077,403 |

Note: All figures in brackets are outflow.
 CONSIDERING THE COMPANY'S ACTIVITIES, UNSECURED LOANS ARE CONSIDERED AS PART OF WORKING CAPITAL AND OPERATING ACTIVITY OF THE COMPANY.

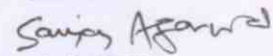



 DIRECTORS

Place : NAGPUR.
 Date : 28th May, 2013

AUDITORS' CERTIFICATE

We have examined the above cash flow statement of Bajaj Global Limited for the year ended 31st March, 2013. The statement has been prepared by the Company and is based on and in agreement with the corresponding statement of profit & loss and the balance sheet of the Company covered by our report of even date to the members of the Company.

For B. CHHAWCHHARIA & CO.
 Chartered Accountants


 Sanjay Agarwal
 Partner

FIRM REGISTRATION NO. 305123E
 MEMBERSHIP NO. 66580

Place : NAGPUR.
 Date : 28th May, 2013

