

BETALA GLOBAL SECURITIES LIMITED

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CIN: U65191TN1994PLC029073

Internal Financial Controls Policy

BETALA GLOBAL SECURITIES LIMITED**INTERNAL FINANCIAL CONTROLS POLICY****Chapter 1 : INTRODUCTION****Legislation and Reference**

Section 134(5) (e) of the Companies Act, 2013 requires a Company to have Internal Financial Controls Policy. In case of Listed Companies, the Directors of a listed company to state in their Director's Responsibility Statement that they have laid down Internal Financial Controls to be followed by the Company and that such policy is adequate and are operating efficiently. The Act does not prescribe the contents of the Policy, Procedures and Practices.

As per Section 177 of the Companies Act, 2013, the Audit Committee shall review the Internal Financial Controls and Risk Management Systems before submission to the Board and shall also discuss any related issues with the Internal and Statutory Auditors and Management of the Company.

As per Section 143(3)(i) of the Companies Act, 2013, the Statutory Auditors' Report shall state whether the Company has adequate Internal Control Systems in place and the operating effectiveness of such controls.

As per Schedule IV of the Companies Act, 2013 the Independent Directors shall satisfy themselves on the financial information and that financial controls and the systems of risk management are robust and defensible.

Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014 states that the details in respect of adequacy of Internal Financial Controls with reference to the Financial Statements, shall be given in Board Report.

Chapter 2 DEFINITION

“Audit Committee” means Committee of Board of Directors of the Company constituted under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

“Board of Directors” or “Board” in relation to a Company, means the collective body of Directors of the Company. [Section 2(10) of the Companies Act, 2013]

“Books or Books of Account” as per sub-section (12A) of Section 2 of Income Tax Act, 1961 means and includes ledgers, day-books, cash books, account books and other books, whether kept in written form or as print-outs of data stored in floppy, disc, tape or any other form of electro-magnetic data storage device.

“Financial Statement” as per Section 2(40) of Companies Act, 2013 in relation to a Company means a Statement which includes-

- i. A Balance sheet as at the end of the financial year;
- ii. A Profit and Loss account for the financial year;
- iii. Cash flow statement for the financial year;
- iv. A statement of changes in Equity, if applicable; and
- v. Any explanatory note annexed to, or forming part of, any document referred to in sub- clause (i) to sub-clause (iv);

“Internal Financial Control” or ‘IFC’ as per Section 134(5)(e) of Companies Act, 2013 means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, safeguard of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information”.

“Policy” means Internal Financial Control Policy

Chapter 3 : OBJECTIVES

The objectives of this Policy are:

- To mitigate risks and provide reasonable assurance that operations/transactions are efficient and effective, assets are safeguarded.
- Financial reporting is accurate and reliable.
- To ensure Company's resources are used carefully and managed in an efficient, effective and economical manner.
- IFC is a framework for an effective internal control system which conveys to Officials and the Employees of the Company that they are responsible for ensuring that the internal controls are established, documented, maintained and adhered to across the Company by all concerned.
- To ensure the correctness of transactions, sources of information, accountability, ownership, integrity, compliance with regulations and achievement through operational efficiency.

Chapter 4 : ELEMENTS OF INTERNAL CONTROL FRAMEWORK

The essential elements of proper internal financial control framework are:

- Organizational Structure;
- Delegations of Authority is clearly spelt out;
- Policies and procedures are clear and documented;
- Information Technology;
- Review process by statutory audit internal audit, cost audit;
- Senior Management compliance assurance;
- Risk identification and assessment and mitigation process exist.

Chapter 5 : KEY NOTES ON INTERNAL CONTROL POLICY:

Internal Controls include reviews of the following areas:

- Senior management, to be responsible for establishment of overall policies and active oversight of parameters and controls.
- Internal audit, to ensure that proper systems and procedures are at place for internal control at various departments.
- Independent assessments are made covering functioning of various compliances under various statues and Rules & Regulations framed thereunder.
- Adequate systems and procedures are at place for physical verification of stocks (of raw materials, finished goods, stores and spare parts, work-in-progress), fixed assets and other assets.
- Proper books of accounts vouchers along with supporting documents are maintained.
- Confirmation of balances from debtors, creditors and other parties are obtained periodically/at year end.
- Operational risks analysis and Operational risk mitigation techniques.
- There are adequate checks and balances, protection of customer funds and securities, operating systems, management information systems, management reporting, front and back office operations, emergency planning and disaster recovery.
- And finally, to ensure that products and activities are integrated into the risk management system in a timely and appropriate manner.

For Effective Financial Control, the Board of Directors and Senior Management shall ensure:

- Physical verification of inventories cash and all Fixed Assets are at reasonable intervals.
- Adequate Internal Control procedure is at place for maintaining proper records in respect of sale/purchase of goods.
- All undisputed statutory dues including Provident Fund, Investor Education Protection Fund, Employee State Insurance, Income Tax, Value added Tax, Service Tax, Custom Duty, Excise Duty, Rates and Taxes and other Statutory dues are paid within the prescribed time.
- Cash and bank balances are monitored at regular intervals.
- The funds raised through Public issue, Right issue, Preferential/Private placement shall be used for the purposes as stated in Prospectus/Offer letter.

- The Company shall comply with all applicable Statutory Laws, Rules and Regulations.
- No loan or deposits exceeding Rs. 20,000/- or more are taken or accepted and/or repaid from/to any person excepting through an account payee cheque or bank draft (Section 269SS and 269T of Income Tax Act, 1961).
- No cash transaction exceeding Rs 20,000/-

Chapter 6 : ACCOUNTING POLICIES AND PROCEDURES

The Financial Statement will be prepared in accordance with Indian Generally Accepted Accounting Principles (“GAP”) under the historical cost convention followed on the accounting (except for certain revalued fixed assets) and recognizes income and expenditure on accrual basis except those with significant uncertainties.

The Company may adopt Accounting Policies to provide for:

- Methods of depreciation, depletion and amortization.
- Valuation of inventories, investments and Fixed Assets.
- Treatment of goodwill, government subsidies if any.
- Treatment of contingent liabilities.
- Recording of foreign transactions and fluctuations in Transaction currency.
- Recognition of revenue and estimation of expenditure for current and future period.
- Tax and Government levies.

ANNUAL/HALF YEARLY/QUARTERLY ACCOUNTS

The Balance sheet and Statement of Profit and Loss of the Company shall be in accordance with schedule III of Companies Act, 2013.

Chapter 7 : Plan and Procedures of the Company

Internal Financial Controls comprises the plan of the Company and all the coordinated methods and measures adopted by the Company which includes the following:

A. Policies and procedures are in place and adhered to for ensuring the orderly and efficient conduct of business.

Efficient conduct of business is essential to keep pace with the competitive world and to ensure that the Company is working at peak efficiency. Following are some of the components for efficient conduct of business:

i. Customer Satisfaction

Policy:

The Company recognizes that effective redressal of customer complaints and proper feedback is crucial for good customer relations and hence it has a policy to satisfy the existing customer and new customer as well.

Procedure:

The Company has therefore laid down measures for timely delivery and satisfactory after sales to customer.

ii. Employee Satisfaction

Policy:

The Company considers employees as valuable resources to the organization and recognizes that employee satisfaction is priority area to ensure their optimum productivity.

Procedure:

For the above it has various policies e.g. for Leave, Leave travel, Vehicle, Mediclaim, Sexual harassment, Whistle blower etc.,

iii. Technology**Policy:**

The Company ensures that the technology is updated regularly. The Company uses secure and reliable technology. The use of technology is commensurate with size & nature of operations.

Procedure

The Company uses secure and reliable technology.

iv. Communication**Policy**

The Company places top priority on effective communication.

Procedure

The Company has a streamlined customer / stakeholder's communications system in place.

v. Adherence to Company's policies

The Company has been disseminating all its policies to the concerned persons. The Company also periodically reviews the policies and updates them.

vi. Safeguarding of its Assets

The Company has to safeguard its moveable and immovable assets against accidental losses, corruption, misuse or theft.

vii. Tangible & Intangible Assets

All Building, Plant & Machinery, Furniture, Office Equipment, Stock etc. are adequately protected under Insurance Policy.

viii. Usage of Company's properties at Office premises

Equipment, files or other information, property or assets of the Company are, if required, may be removed from the Company's premises with proper authorization. The Senior Management and designated employees are expected to keep those assets safe and confidential.

ix. Company's Registered, Corporate and other Offices

The Company has its Factory and Registered Office at Gummidipoondi, Thiruvallur Dist. Tamilnadu and the Marketing/Sales Offices/Dumps spread in India.

x. Computer Systems and Electronic Technology

Computer systems, programme and information required to be protected from theft or misuse. It is the employee's responsibility to safeguard any information which they have in their custody and control. This is the case even when the employees are disposing any unwanted material; they must comply at all times with the Company's security processes and protection requirements, including any specific requirements applicable to a system or programme, which they use. The Company has been availing the services of cybersecurity expert to protect the company's electronic data. Employees are advised to regularly change their passwords to sensitive areas of business.

xi. Employee Retention

The Company gives high importance to recruitment of qualified persons and effective training to retain talented employees and continuously upgrade their skill and knowledge. They are allowed to take vacations, get annual medical tests and annual reviews to gauge their satisfaction and interest in working for the company.

xii. Cash

The Company has adequate system in place to protect its cash and bank balance which is managed at optimum level, under the supervision of a senior official of the Company.

xiii. Credit

Efforts are made to make collections on time with constant follow up on aging analysis.

xiv. Audits and Internal Checks

The Company apart from statutory audit has an internal audit mechanism cost audit, secretarial audit, which is being modified/upgraded as per the requirements.

B. Prevention and Detection of Frauds and Errors

The Company has put in place systems and procedures to guide employees for undertaking various transaction(s) within and outside organization and adherence to Company's Policies and Code of Business Ethics.

Fraud

Company believes in prevention rather than cure and has developed system of identifying possible risk/fraud areas. This will be further upgraded regularly.

- Forgery or unauthorized alteration of any documents or account including cheque, bank draft, E-banking transaction(s) or any other financial instrument etc. of the Company.
- Willful suppression of facts as a result of which a wrongful gain(s) is/are made to one and wrongful loss(s) to the others.
- Utilizing Company funds for personal or other than official purposes.
- Authorizing or releasing payments for goods not supplied or services not rendered.
- Destruction, disposal, removal of records or any other assets of the Company with an intention to manipulate and misrepresent the facts so as to create suspicion/ suppression/ cheating as a result of which objective assessment/decision would not be arrived at.
- Any other act that falls under the fraudulent activity.

Fraud prevention and detection

The Company has designed fraud prevention and detection measures considering the fraud risk as such they may need to be flexible, adoptable and continuously changing to meet the various changes in fraud risk.

The Company has in place various essential elements of fraud detection process which inter alia include:

- Internal Control
- Internal Audit by an External Independent Agency
- Statutory Audit carried throughout the year to review and reporting.
- Bill watch system
- File management system
- Mechanism of authorization

- Centralised fund routing through Registered & Corporate office at Kanpur
- Reconciliation of all bank accounts regularly.

There is frequent supervision of all employees and reviews of their work especially those who have access to financial records. The Company has adequate internal controls to prevent fraud from occurring and detective controls to reveal any inconsistency. In case of violation of Code of Business Ethics, the gradual system of punishments has been laid down, depending on the gravity of the misdeed which presumably acts as a deterrent for violating the said Code.

C. Accuracy and Completeness of the Accounting Records

The Company needs to prepare its accounts as per the provisions of Companies Act. The Company has comprehensive software namely 'Tally' which is capable of recording all accounting entries in a proper manner. Further, Company has to maintain complete accounting records in order to finalize the same so that final accounts can be drawn as per the prevailing provisions of Companies Act and Accounting Standards.

D. Timely preparation of reliable financial information.

Under the existing listing agreement with the stock exchange, the Company is required to publish unaudited quarterly financial results and also audited financial results at the end of the year within the time frame prescribed under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The said information is also uploaded on the Company's website. In case of quarterly/yearly results, the same are published in leading newspapers after its approval by the Board of Directors. The Company has inbuilt mechanism for timely preparation of reliable financial information within given time and the company has a track record of doing the same without undue delay.

E. Review of the policy by Audit Committee

The above policy has been reviewed by the Audit Committee in terms Section 177 of the Companies Act, 2013. and will, be further amended/modified proactively from time to time.

F. Risk Management

Risk Management to control risk through a properly defined risk management framework.

G. Related Party Transaction

A Policy has been formulated to examine, approve and recommend to the Board materiality of related party transactions and also on dealing with related party transaction.